

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending , 20

Name of foundation SHERMAN FAIRCHILD FOUNDATION, INC.		A Employer identification number 13-1951698
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions)
5454 WISCONSIN AVENUE	1205	(301) 913-5990
City or town, state or province, country, and ZIP or foreign postal code CHEVY CHASE, MD 20815		C If exemption application is pending, check here. ☐
G Check all that apply		D 1 Foreign organizations, check here. ☐
☐ Initial return	☐ Initial return of a former public charity	2 Foreign organizations meeting the 85% test, check here and attach computation ☐
☐ Final return	☐ Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
☐ Address change	☐ Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation		
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 728,435,044.		
J Accounting method ☒ Cash ☐ Accrual		
☐ Other (specify) _____		
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments.	268,108.	268,108.		ATCH 1
4	Dividends and interest from securities	1,749,418.	2,277,134.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	21,141,480.			
b	Gross sales price for all assets on line 6a 83,317,829.				
7	Capital gain net income (from Part IV, line 2)		21,141,480.		
8	Net short-term capital gain.				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 3	45,276,941.	44,814,184.		
12	Total Add lines 1 through 11	68,435,947.	68,500,906.		
13	Compensation of officers, directors, trustees, etc.	1,325,000.	963,000.		362,000.
14	Other employee salaries and wages	176,118.	105,671.		70,447.
15	Pension plans, employee benefits	281,633.	168,980.		112,653.
16a	Legal fees (attach schedule) ATCH 4	12,500.	7,500.		5,000.
b	Accounting fees (attach schedule) ATCH 5	160,668.	96,401.		64,267.
c	Other professional fees (attach schedule) [6]	2,111,474.	1,815,968.		295,506.
17	Interest				
18	Taxes (attach schedule) (see instructions) [7]	956,111.	34,361.		21,750.
19	Depreciation (attach schedule) and depletion	3,998.	2,399.		
20	Occupancy	97,823.	58,694.		39,129.
21	Travel, conferences, and meetings	154,800.	108,267.		46,533.
22	Printing and publications	3,219.	1,931.		1,288.
23	Other expenses (attach schedule) ATCH 8	272,067.	163,240.		108,827.
24	Total operating and administrative expenses. Add lines 13 through 23.	5,555,411.	3,526,412.		1,127,400.
25	Contributions, gifts, grants paid	35,861,412.			35,861,412.
26	Total expenses and disbursements Add lines 24 and 25	41,416,823.	3,526,412.	0.	36,988,812.
27	Subtract line 26 from line 12	27,019,124.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		64,974,494.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	22,797,113.	32,904,372.	32,904,372.	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 9	73,088,803.	66,431,918.	76,605,161.	
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 10	441,339,066.	464,911,814.	618,918,810.		
14	Land, buildings, and equipment basis ▶	268,027.				
	Less accumulated depreciation ▶ (attach schedule)	261,326.	10,699.	6,701.	6,701.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	537,235,681.	564,254,805.	728,435,044.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26, and lines 30 and 31.					
	24	Unrestricted	537,235,681.	564,254,805.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	537,235,681.	564,254,805.		
	31	Total liabilities and net assets/fund balances (see instructions)	537,235,681.	564,254,805.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	537,235,681.
2	Enter amount from Part I, line 27a	2	27,019,124.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	564,254,805.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	564,254,805.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a SEE PART IV SCHEDULE						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
a						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }				2	21,141,480.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8				3	0.	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e) Do not complete this part

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	30,928,475.	682,826,456.	0.045295
2015	26,550,588.	714,056,702.	0.037183
2014	38,563,794.	678,643,906.	0.056825
2013	30,779,019.	611,279,497.	0.050352
2012	20,474,095.	624,128,767.	0.032804
2 Total of line 1, column (d)			2 0.222459
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years			3 0.044492
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 688,109,756.
5 Multiply line 4 by line 3.			5 30,615,379.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 649,745.
7 Add lines 5 and 6.			7 31,265,124.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 36,988,812.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	649,745.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	2	
3	Add lines 1 and 2	3	649,745.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	649,745.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	3,944,846.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	3,944,846.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,295,101.
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☒ 3,295,101. Refunded ☐ Refundable ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions ☒ CA, MD, NY,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation ATCH 11		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ BONNIE HIMMELMAN Telephone no ▶ 301-913-5990 Located at ▶ 5454 WISCONSIN AV #1205 CHEVY CHASE, MD ZIP+4 ▶ 20815		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ 15 and enter the amount of tax-exempt interest received or accrued during the year		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		X
Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ Yes ☒ No	
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

		Yes	No
5a	During the year, did the foundation pay or incur any amount to		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	☐ Yes	☒ No
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		
	Organizations relying on a current notice regarding disaster assistance, check here	☐	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☐ No
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes	☒ No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation. See instructions.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		1,325,000.	204,081.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 13		199,320.	73,900.	0.

Total number of other employees paid over \$50,000. 2

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. See instructions. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 14		156,489.
Total number of others receiving over \$50,000 for professional services		2

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1. Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	39,645,328.
b Average of monthly cash balances	1b	40,024,449.
c Fair market value of all other assets (see instructions).	1c	618,918,808.
d Total (add lines 1a, b, and c)	1d	698,588,585.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	698,588,585.
4 Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	10,478,829.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	688,109,756.
6 Minimum investment return. Enter 5% of line 5	6	34,405,488.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	34,405,488.
2a Tax on investment income for 2017 from Part VI, line 5	2a	649,745.
b Income tax for 2017 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	649,745.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	33,755,743.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	33,755,743.
6 Deduction from distributable amount (see instructions).	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	33,755,743.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	36,988,812.
b Program-related investments - total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	36,988,812.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions	5	649,745.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	36,339,067.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				33,755,743.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			29,906,176.	
b Total for prior years 20 <u>15</u> , 20 <u>14</u> , 20 <u>13</u>				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>36,988,812.</u>				
a Applied to 2016, but not more than line 2a			29,906,176.	
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2017 distributable amount.				7,082,636.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018.				26,673,107.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.

a The name, address, and telephone number or email address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ATCH 15				
Total			3a	35,861,412.
b Approved for future payment				
ATCH 16				
Total			3b	50,008,298.

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

JSA
7E1492 1 000

Part XVII Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|---|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

**Sign
Here**

Signature of officer or trustee: Source D. H. Munro Date: 11/5/18 Title: President

May the IRS discuss this return with the preparer shown below?

See instructions ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name JOYCE UNDERWOOD	Preparer's signature <i>Joyce Underwood</i>	Date 11/05/2018	Check ☐ if self-employed	PTIN P00022361
Firm's name ▶ BDO USA, LLP	Firm's EIN ▶ 13-5381590			
Firm's address ▶ 8401 GREENSBORO DRIVE, #800 MCLEAN, VA 22102	Phone no 703-893-0600			

Form **990-PF** (2017)

FORM 990-PF - PART IV **CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
79358925.		MARKETABLE SECURITIES PROPERTY TYPE: SECURITIES 62176349.				P	17182576.	
3,958,904.		REALIZED HOLDING GAINS PROPERTY TYPE: SECURITIES				P	3,958,904.	
TOTAL GAIN (LOSS)							<u>21141480.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CHECKING ACCOUNT	268,108.	268,108.
TOTAL	<u>268,108.</u>	<u>268,108.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PUBLICLY TRADED SECURITIES	1,017,801.	1,017,801.
PIMCO COMMODITY REAL RETURN FUND	731,617.	731,617.
FARALLON CAPITAL INSITUITIONAL PARTNERS		487.
HEARTWOOD FORESTLAND REIT, LLC - CGD		50,292.
SRI SEVEN REIT - CGD/DIV		287,436.
SRI EIGHT REIT - CGD		168,182.
SRI NINE REIT - CGD		21,319.
TOTAL	<u>1,749,418.</u>	<u>2,277,134.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME (LOSS)	28,508,205.	28,508,205.
LESS: UNRELATED BUSINESS INCOME		-224,753.
OTHER INCOME (LOSS)	1,520.	1,520.
MASON CAPITAL	265,140.	265,140.
ETAP FUND (GRESHAM)	-861,802.	-861,802.
ESG CROSS BORDER EQUITY	-887,242.	-887,242.
FARALLON CAPITAL	88,893.	88,893.
OZ OVERSEAS FUND II	9,548,201.	9,548,201.
CONVEXITY CAPITAL OFFSHORE, L.P.	10,064,846.	10,064,846.
KITEARM	1,131,438.	1,131,438.
HIG BRIGHTPOINT (CAYMAN), L.P.	96,378.	96,378.
WELLINGTON INFLATION HEDGE FUND	93,170.	93,170.
RMS FOREST GROWTH II	-2,446,971.	-2,446,971.
FORTRESS (GAGACQ), L.L.C. (II)	-1,881,412.	-1,881,412.
FORTRESS II	1,869,143.	1,869,143.
MORGAN STANLEY CAP PARTNERS III LP	24,642.	24,642.
SUMMIT V, L.P.	-220,855.	-220,855.
ADVENT PRIVATE EQUITY III, L.P.	-157,532.	-157,532.
THOMAS H LEE (ALTERNATIVE) FUND V, L.P.	-700,725.	-700,725.
THOMAS H LEE EQUITY FUND V, L.P.	503,900.	503,900.
OTHER INVESTMENT INCOME-BK	238,004.	
TOTALS	<u>45,276,941.</u>	<u>44,814,184.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL-GENERAL	12,500.	7,500.		5,000.
TOTALS	<u>12,500.</u>	<u>7,500.</u>		<u>5,000.</u>

ATTACHMENT 5FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT AND TAX PREPARATION ACCOUNTING	156,489. 4,179.	93,893. 2,508.		62,596. 1,671.
TOTALS	<u>160,668.</u>	<u>96,401.</u>		<u>64,267.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT ADVISORY FEES	1,815,968.	1,815,968.	
GRANTS CONSULTANTS	295,506.		295,506.
TOTALS	<u>2,111,474.</u>	<u>1,815,968.</u>	<u>295,506.</u>

ATTACHMENT 7

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PAYROLL TAXES	54,376.	32,626.	21,750.
FILING FEES	1,735.	1,735.	
FEDERAL EXCISE TAX	700,000.		
STATE INCOME TAX	200,000.		
TOTALS	<u>956,111.</u>	<u>34,361.</u>	<u>21,750.</u>

ATTACHMENT 8FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
SUPPLIES AND OTHER ADMIN	6,287.	3,772.	2,515.
TELEPHONE	2,779.	1,667.	1,112.
POSTAGE/COPYING	4,540.	2,724.	1,816.
INSURANCE	52,713.	31,628.	21,085.
COMPUTER EXPENSE	87,843.	52,706.	35,137.
OTHER EXPENSE	117,905.	70,743.	47,162.
TOTALS	<u>272,067.</u>	<u>163,240.</u>	<u>108,827.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
T ROWE PRICE	12,578,303.	24,161,116.
VANGUARD INST INDEX FUND INST	14,415,170.	15,981,736.
VANGUARD FTSE EMERGING MARKET	10,000,000.	9,139,304.
PIMCO TOTAL RETURN FUND-INST	29,438,445.	27,323,005.
TOTALS	<u>66,431,918.</u>	<u>76,605,161.</u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHED	464,911,814.	618,918,810.
TOTALS	<u>464,911,814.</u>	<u>618,918,810.</u>

Sherman Fairchild Foundation, Inc.
 EIN: 13-1951698
 Year Ended: 12/31/17
 Form 990PF, Part II Balance Sheet - Line 13

Attachment 10 - Investments Other

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
ADC Therapeutics	COST	324,292	324,292
Blue Mountain Credit Alt	COST	5,000,000	5,542,509
Cedar Rock Capital Partners	COST	15,370,214	36,760,768
Coatue Class A Sub Class H-6 Tranche 6 Series	COST	-	7,837,110
Colchester	COST	11,135,159	10,360,398
Convexity Capital Offshore, L P	COST	-	751,203
Davidson Kempner Institutional Partners	COST	7,878,917	8,397,200
DL Opportunity Fund (David Leone)	COST	5,000,000	5,210,379
Double Black Diamond	COST	5,000,000	5,120,756
ESG Cross Border Equity	COST	-	-
ETAP Fund (Gresham)	COST	-	-
Farallon Capital	COST	811,840	689,192
Fir Tree	COST	7,032,717	6,837,096
GEM Realty Capital	COST	6,400,000	7,170,159
Graham Tactical Trend II	COST	10,000,000	10,900,957
HIG Brightpoint (Cayman), L P	COST	-	2,684
Kensico Offshore	COST	7,500,000	8,153,074
Kiltearn	COST	19,488,338	21,069,824
Lone Savin	COST	5,000,000	6,085,085
Mason Capital	COST	-	-
Mahout Global Emerging Markets	COST	6,582,428	7,313,303
Oz Overseas Fund II c/o Goldman Sachs	COST	-	80,666
Prospect Harbor Credit Partners, L P	COST	(15,205)	14,716
Silchester	COST	17,814,885	28,640,068
Somerset SMID	COST	5,072,212	5,715,842
State Street Global Advisors - U S Treasury 1-3 Year Index Sec Lend CTF	COST	85,452,645	85,449,705
Two Sigma Active Extension US All Cap Equity Cayman	COST	5,000,000	6,823,730
Two Sigma US All Cap Core Equity Fund	COST	11,122,950	11,131,026
Wellington Inflation Hedge Fund (Trust)	COST	5,934,586	5,080,917
SUBTOTAL		242,905,978	291,462,659

Abingworth Bioventures IV, L P	COST	169,342	200,532
Abingworth Bioventures V, L P	COST	546,992	526,552
Accel Growth Fund II	COST	1,113,766	1,607,787
Accel Growth Fund III	COST	1,630,100	1,862,988
Accel Growth Fund IV	COST	964,733	962,857
Accel Leaders Fund	COST	269,037	268,731

Sherman Fairchild Foundation, Inc.
 EIN: 13-1951698
 Year Ended: 12/31/17
 Form 990PF, Part II Balance Sheet - Line 13

Attachment 10 - Investments Other

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Accel IX	COST	463,957	672,294
Accel VIII	COST	254,736	270,262
Accel X	COST	922,023	3,119,588
Accel XI	COST	712,865	829,559
Accel XII	COST	697,717	934,761
Accel XIII	COST	290,224	290,304
Advent Private Equity III, L P	COST	-	-
Advent Private Equity IV, L P	COST	938,758	1,649,126
Amplify II	COST	383,493	407,514
Artiman Ventures 2014	COST	644,761	628,241
Artiman Ventures Select 2014	COST	900,809	579,578
Atlas VI, L P	COST	(379,735)	739,598
Bain Asia I, L P	COST	118,061	54,983
Bain Asia II, L P	COST	1,200,622	1,811,645
Bain Asia III, L P	COST	1,138,958	1,220,857
Bain IX (OSI), L P	COST	78,514	-
Bain IX, L P	COST	1,626,222	774,025
Bain IX Coinvestment, L P	COST	136,823	292,692
Bain VII - E, L P	COST	(371,706)	11,106
Bain VII Coinvestment, L P	COST	382,654	190,212
Bain VII, L P	COST	41,142	894,451
Bain VIII Coinvestment, L P	COST	68,656	21,067
Bain VIII, L P	COST	485,177	120,106
Bain (SQ) VIII, L P	COST	(88,854)	-
Bain VIII AIV (LOEWS) II, L P	COST	15,068	-
Bain VIII-E, L P	COST	868,410	134,666
Bain Venture 2001, L P	COST	65,167	45,986
Bain Venture 2005, L P	COST	143,998	347,667
Bain Venture 2007, L P	COST	262,434	1,090,186
Bain Venture 2009, L P	COST	340,903	615,176
Bain Venture 2012, L P	COST	1,333,088	2,079,047
Bain XI, L P	COST	2,485,926	3,223,495
Bain XII	COST	(12,076)	(3,929)
Bain Europe IV, L P	COST	434,730	1,000,960
Bain Venture 2014, L P	COST	1,187,579	1,633,240
Bain Venture 2014 Coinvest, L P	COST	793,051	1,018,240
Bain Venture 2016	COST	553,682	551,143
BCP (Cayman) V-S, L P	COST	23,304	-

Sherman Fairchild Foundation, Inc.
 EIN: 13-1951698
 Year Ended: 12/31/17
 Form 990PF, Part II Balance Sheet - Line 13

Attachment 10 - Investments Other

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
BCP V-S, L P	COST	173,509	-
Berkshire V, L P	COST	(16,499)	-
Berkshire US V, L P	COST	13,158	-
Berkshire VI, L P	COST	362,131	1,330,194
Berskshire (AIV Direct) VI, L P	COST	25,702	-
Berskshire VI (OS), L P	COST	209,081	-
Berkshire VII, L P & Berkshire VII (OS)	COST	323,768	1,382,173
Berkshire VIII, L P	COST	2,087,059	3,333,282
Berkshire IX, L P	COST	707,350	720,913
Blackstone (Cayman II) V L P	COST	47,639	-
Blackstone (Cayman II) V-NQ L P	COST	1,609	-
Blackstone (Cayman III) V L P	COST	151,331	-
Blackstone (Cayman) V-A, L P	COST	1,017,132	-
Blackstone V L P	COST	(1,099,420)	417,208
Blackstone V USS Feeder, L P	COST	(19,989)	-
Blackstone HEI V L P	COST	(103)	-
Blackstone PB V L P	COST	158,802	-
Blackstone V, L P	COST	665,097	-
Blackstone (Cayman) IV, LP	COST	3,144,717	-
Blackstone ECC IV, L P	COST	9,326	-
Blackstone FC IV, L P	COST	(51,290)	-
Blackstone FCH IV, L P	COST	244,028	-
Blackstone IV SGP (Cayman), L P	COST	194,106	-
Blackstone IV, L P	COST	(3,987,311)	440,276
Blackstone RE Europe III, L P	COST	1,277,548	1,236,020
Blackstone RE Europe IV, L P	COST	1,362,505	1,851,290
Blackstone RE Int'l II Q L P	COST	75,406	-
Blackstone RE Int'l II, L P	COST	967,672	377,253
Boston VII	COST	689,896	1,085,469
BPG VII-A	COST	2,799,638	2,234,000
BPG VIII-A	COST	1,099,378	561,000
Brentwood IX, L P	COST	258,165	80,326
CA Resources Bain Europe III	COST	815,051	882,132
CA Resources - Series Bain X	COST	999,369	2,211,819
CA Resources EnerVest XIV	COST	1,675,554	1,334,248
Cabot IVF II-B	COST	290,288	409,545
Cypress Merchant II (Cayman), L P	COST	81,596	-
Cypress Merchant II, L P	COST	(12,176)	1,713

Sherman Fairchild Foundation, Inc.
EIN: 13-1951698
Year Ended: 12/31/17
Form 990PF, Part II Balance Sheet - Line 13

Attachment 10 - Investments Other

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
DAG III-QP, L P	COST	901,020	636,421
DAG II-QP, L P	COST	295,626	433,934
DAG IV-QP, LP	COST	1,726,981	2,291,106
DAG VI-QP, L P	COST	1,045,628	1,020,496
DAG V-QP, LP	COST	1,335,374	6,617,072
Drawbridge LDV Fund I-B, L P	COST	2,489,915	2,205,552
Drawbridge LDV Fund II-B, L P	COST	2,848,762	2,403,598
Drawbridge LDV Fund III-C, L P	COST	229,093	233,177
Drive Capital II	COST	424,335	332,397
EMG III	COST	1,601,118	2,415,390
EMG IV	COST	441,326	708,717
EnCap Energy VI-B, L P	COST	902,664	132,033
EnCap Energy VII, L P	COST	884,840	215,445
EnCap Flatrock Midstream III, L P	COST	262,306	593,157
EnCap IX, L P	COST	1,521,462	1,408,888
EnCap VIII, L P	COST	881,261	455,967
EnCap X, L P	COST	1,330,207	1,593,969
EnerVest X-B, L P	COST	2,109,176	50,342
EnerVest XI-B, L P	COST	2,834,191	885,129
EnerVest XII-B, L P	COST	3,198,507	785,786
EnerVest XIII-C, L P	COST	1,746,765	(388,307)
Fortress (GAGACQ), L L C (II)	COST	-	-
Fortress II	COST	-	-
Fortress COPS Fund A	COST	710,387	944,980
Fortress COP's Fund II-B	COST	1,206,360	1,312,820
Fortress COP's Fund III-B	COST	716,323	737,125
Fortress COP's Fund IV-B	COST	970,900	1,008,310
Fortress Florida Preferred	COST	280,541	398,009
Fortress III	COST	2,761,377	1,846,189
Fortress IV (Fund B)	COST	2,387,333	2,278,434
Fortress IV (Sisterco B-1)	COST	(6,787)	-
Fortress MSR Fund I A	COST	348,816	471,770
Fortress MSR Fund II A	COST	217,865	240,443
Fortress V-A	COST	2,107,907	3,487,451
GC Entrepreneurs Fund III, L P	COST	16,230	47,015
General Catalyst IV, L P	COST	291,877	445,450
General Catalyst V, L P	COST	1,155,675	1,187,128
General Catalyst V-Supplemental, L P	COST	(27,735)	-

Sherman Fairchild Foundation, Inc.
 EIN: 13-1951698
 Year Ended: 12/31/17
 Form 990PF, Part II Balance Sheet - Line 13

Attachment 10 - Investments Other

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
General Catalyst VI, L P	COST	777,231	1,739,661
General Catalyst VII, L P	COST	853,097	1,226,439
General Catalyst VIII, LP	COST	1,008,325	1,109,923
Greylock Israel II	COST	684,062	1,096,021
83 North III (Greylock Israel III)	COST	685,042	688,397
Greylock Israel	COST	403,032	1,167,231
Greylock X	COST	914,760	215,019
Greylock XI	COST	482,792	505,909
Greylock XII	COST	1,581,408	3,653,190
Greylock XIII	COST	4,149,695	13,786,796
Greylock XIV	COST	6,069,236	7,903,345
Greylock 15	COST	1,179,320	1,176,426
Heartwood Forestland VI (Quebec)	COST	2,469,458	-
HIG Advantage Fund	COST	1,945	841
HIG Bayside Debt & LBO Fund II	COST	1,510,261	2,075,920
HIG Bayside Loan Feeder Fund IV	COST	540,691	660,031
HIG Bayside Opportunity Fund	COST	392,321	199,644
HIG Brazil & Latin America Feeder Fund IV	COST	532,612	570,291
HIG Europe II	COST	1,414,328	1,525,540
HIG Europe I	COST	1,583,776	1,409,740
HIG Growth Buyouts & Equity Fund II	COST	612,312	1,854,352
HIG Mid Market LBO Fund II	COST	955,192	1,416,147
HIG V	COST	760,101	1,040,679
Highland IV, L P	COST	430,075	302,658
Highland V, L P	COST	185,358	103,314
IDG Accel China I	COST	700,819	1,108,644
IDG Accel China Growth Fund III	COST	1,141,345	2,768,316
IDG Accel China II	COST	1,306,615	2,392,329
IDG China III	COST	1,153,604	1,236,650
IDG China IV	COST	1,553,934	2,144,509
IDG China V	COST	145,999	143,675
IDG-Accel China Growth I	COST	664,022	2,116,385
IDG-Accel China Growth II	COST	1,162,950	6,470,752
Janchor Offshore	COST	520,000	664,793
LLR II	COST	123,374	234,198
LLR III	COST	460,824	790,287
LLR IV	COST	1,214,876	1,756,844
LLR V	COST	(39,955)	(40,658)

Sherman Fairchild Foundation, Inc.
 EIN. 13-1951698
 Year Ended: 12/31/17
 Form 990PF, Part II Balance Sheet - Line 13

Attachment 10 - Investments Other

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Lubert Adler RE VI	COST	849,385	597,699
Lubert-Adler RE V	COST	943,464	439,371
Material Impact Fund	COST	201,729	206,626
Merit F-1	COST	621,635	107,246
Merit G	COST	6,220,563	4,037,178
Merit E-1	COST	975,858	250,028
Merit H	COST	1,096,434	759,371
Merit I	COST	1,948,298	1,634,227
Merit J	COST	563,977	527,455
Meritech II, L P	COST	341,388	469,470
Morgan Stanley Capital Partners III, L P	COST	-	-
New Ventures III	COST	991,415	1,104,538
North Bridge Growth Equity I, L P	COST	804,130	803,831
North Bridge Growth Equity II, L P	COST	1,463,593	1,903,974
North Bridge Venture Partners IV-B, L P	COST	1,294,007	171,152
North Bridge Venture Partners V-B, L P	COST	1,079,553	490,863
North Bridge Venture Partners VI, L P	COST	1,500,288	2,101,968
Northbridge 7 L P	COST	1,492,206	2,150,651
Patron III Scotland, L P	COST	1,227,868	465,029
Polaris III, L P	COST	206,239	157,301
Polaris IV, L P	COST	1,045,832	993,899
Polaris V, L P	COST	1,198,404	2,030,121
Polaris VI, L P	COST	998,213	2,039,284
Polaris VII, L P	COST	2,055,670	2,903,955
Polaris VIII, LP	COST	488,169	482,034
Polaris Innovation Fund	COST	28,931	24,725
Redpoint II, L P	COST	128,743	78,415
RMS Forest Growth II	COST	-	-
RMS Evergreen	COST	(290,283)	4,318,136
Sankaty COP's IV Offshore Fund	COST	(926,561)	284,308
Sankaty COP's V-A (Bain Distressed & Spec Situations 2013)	COST	1,068,596	1,054,823
Sankaty COP's II	COST	461,688	79,915
Sankaty COP's Offshore III	COST	(103,447)	165,767
Sankaty MMOP's II A (Bain Mid Market Credit 2014)	COST	1,434,176	1,721,425
Sequoia Growth III, L P	COST	1,927,149	6,891,451
Sequoia India Growth Fund I, L P	COST	549,346	436,818
Sequoia India III, L P	COST	617,223	1,448,916
Sequoia India V, L P	COST	1,513,318	1,735,667

Sherman Fairchild Foundation, Inc.
 EIN: 13-1951698
 Year Ended: 12/31/17
 Form 990PF, Part II Balance Sheet - Line 13

Attachment 10 - Investments Other

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Sequoia Israel III, L P	COST	615,419	1,040,287
Sequoia China I, L P	COST	347,571	2,109,372
Sequoia China II, L P	COST	368,385	2,979,791
Sequoia Franchise Fund, L P	COST	302,468	642,202
Sequoia IX, L P	COST	549,691	252,109
Sequoia X, L P	COST	911,645	270,724
Sequoia XIV, L P	COST	1,704,020	4,234,268
Sequoia XV, L P	COST	1,437,461	1,648,942
Sequoia XI, L P	COST	661,263	275,650
Sequoia XII, L P	COST	2,597,071	28,226,086
Sequoia China Growth 2010, L P	COST	381,160	2,199,575
Sequoia China Growth Fund I, L P	COST	1,075,886	1,689,349
Sequoia China Growth Fund III, L P	COST	3,358,047	1,542,896
Sequoia China Growth Fund IV, L P	COST	3,553,462	3,726,180
Sequoia China IV, L P	COST	1,798,497	3,655,288
Sequoia China V, L P	COST	2,173,319	3,209,799
Sequoia China VI, LP	COST	1,133,074	1,169,191
Sequoia China Venture 2010, L P	COST	179,686	3,078,597
Sequoia Global Growth Fund, L P	COST	2,936,888	3,618,544
Sequoia Global Growth Fund II, L P	COST	3,659,249	3,725,536
Sequoia India Growth Fund II, L P	COST	758,593	1,374,840
Sequoia India IV, L P	COST	2,598,529	4,047,082
Sequoia Israel IV, L P	COST	639,176	710,690
Sequoia Israel V, L P	COST	1,248,141	1,490,583
Sequoia Seed Fund II, L P	COST	501,812	26,649
Sequoia US Growth Fund IV, L P	COST	1,985,617	4,047,120
Sequoia US Growth Fund V, L P	COST	2,782,480	4,481,192
Sequoia US Growth VI, L P	COST	3,255,118	4,165,997
Sequoia US Growth VII, L P	COST	2,365,514	2,535,349
Sequoia US Scout Seed 2013, L P	COST	51,583	52,236
Sequoia US Scout Seed Fund III	COST	49,327	48,096
Sequoia US Venture 2010, L P	COST	222,265	6,431,709
Sequoia US Venture 2010 Seed, L P	COST	108,838	1,603,135
Shasta IV	COST	1,291,935	1,394,826
Shasta V	COST	556,257	555,991
Shorenstein Realty Eight (SRI Eight REIT)	COST	3,698,253	3,144,859
Shorenstein Realty Nine (SRI Nine REIT)	COST	(219,228)	354,669
Shorenstein Realty Seven (SRI Seven REIT)	COST	(1,628,770)	5,420

Sherman Fairchild Foundation, Inc.
 EIN: 13-1951698
 Year Ended: 12/31/17
 Form 990PF, Part II Balance Sheet - Line 13

Attachment 10 - Investments Other

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Silver Lake II Cayman, L P	COST	2,093,097	-
Silver Lake II, L P	COST	(1,419,624)	679,248
Silver Lake III, L P	COST	498,993	2,377,678
Silver Lake IV, L P	COST	1,246,579	2,199,623
Summit Europe PE, L P	COST	1,287,538	1,839,720
Summit Private Equity VII-B, L P	COST	1,486,485	2,239,730
Summit II-B, L P	COST	333,555	467,954
Summit IV, L P	COST	-	-
Summit V, L P	COST	-	-
Summit VI-B, L P	COST	363,008	179,628
Sun II, L P	COST	113,800	11,201
Sun III, L P	COST	74,372	192,699
Sun IV, L P	COST	918,061	899,335
Sun V, L P	COST	1,775,805	2,727,379
Sun VI, L P	COST	530,361	1,110,718
TA X, L P	COST	152,062	78,986
Thomas H Lee (Alternative) Fund V, L P	COST	-	-
Thomas H Lee Equity Fund V, L P	COST	-	-
Versant I, L P	COST	413,663	80,257
Versant II, L P	COST	472,710	154,475
Versant III, L P	COST	822,374	914,903
Versant IV, L P	COST	710,914	992,541
Vestar III, L P	COST	735,630	34,250
Warburg Pincus Equity Partners Trust	COST	225,806	59,151
WCAS X, L P	COST	135,351	1,168,424
SUBTOTAL		222,005,836	328,456,151
TOTAL		464,911,814	619,918,810

ATTACHMENT 11

FORM 990PF, PART VII-A, LINE 8B - EXPLANATION OF NON-FILING

A COPY OF FORM 990PF HAS NOT BEEN FILED WITH MARYLAND. MARYLAND ONLY
REQUIRES THE 990PF BE FILED WHEN THE ORGANIZATION IS FUNDRAISING IN
THE STATE.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WALTER BURKE 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	0.	0.	0.
BONNIE HIMMELMAN 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	PRESIDENT/DIRECTOR 40.00	475,000.	90,179.	0.
WALTER F. BURKE III 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	CII/VP/DIRECTOR 40.00	400,000.	74,648.	0.
BRUCE DRESNER 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	39,000.	0.	0.
CHARLES PIERCE 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	48,000.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILL MCLEAN 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	45,000.	0.	0.
MICHELE TOLELA MYERS 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	27,000.	0.	0.
CAROL FOLT 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	21,000	0.	0.
DALE KNOBEL 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	30,000.	0.	0.
JEFF HIMMELMAN 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	SECRETARY/DIRECTOR 1.00	30,000.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DOROTHY KOSINSKI 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	27,000.	0.	0.
JULIE MCLEAN 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	TREASURER 1.00	183,000.	39,254.	0.
GRAND TOTALS		<u>1,325,000.</u>	<u>204,081.</u>	<u>0.</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
HEATHER BARRY 5454 WISCONSIN AVENUE SUITE 1205 CHEVY CHASE, MD 20815	STAFF 40.00	100,531.	24,047. 0.
PAT WALLIES 5454 WISCONSIN AVENUE SUITE 1205 CHEVY CHASE, MD 20815	STAFF 40.00	98,789.	49,853. 0.
		<u>199,320.</u>	<u>73,900. 0.</u>
	<u>TOTAL COMPENSATION</u>		

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
BDO USA,LLP 8401 GREENSBORO DRIVE, SUITE 800 MCLEAN, VA 22102 AUDIT AND TAX SERVICES	AUDIT & TAX SERVICES	156,489.
TOTAL COMPENSATION		<u>156,489.</u>

Sherman Fairchild Foundation, Inc
 EIN 13-1951698
 Year Ended 12/31/17
 Form 990PF, Part XV - Grants and Contributions Paid During the Year

ATTACHMENT # 15

<u>Recipient Name</u>	<u>Street</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Individual Relationship</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Agnes Scott College	141 E College Ave	Decatur	GA	30030	N/A	PC	Arts & Technology Phase IV	\$ 116,300
Aidan Montessori School	2700 27th St NW	Washington	DC	20008	N/A	PC	Strategic Vision Plan	50,000
American Antiquarian Society	185 Salisbury St	Worcester	MA	1609	N/A	PC	Construction/Expansion Project	1,000,000
Association of Horizon, Inc	3712 N Broadway, #335	Chicago	IL	60613	N/A	PC	General Support	5,000
Barnard College	3009 Broadway	New York	NY	10027	N/A	PC	Pilot Bridge To The Sciences Program	123,453
Barnard College	3009 Broadway	New York	NY	10027	N/A	PC	Pilot Bridge To The Sciences Program	2,307
Bard College	30 Campus Road	Hudson	NY	12504	N/A	PC	SEP Phase XIII	125,000
Barnes Foundation	2025 Benjamin Franklin Pkwy	Philadelphia	PA	19130	N/A	PC	Small Museum Conservation - Phase III	100,000
Berea College	CPO 2181	Berea	KY	40404	N/A	PC	SEP Phase XIV	125,000
Best Buddies International Inc	6231 Leesburg Pike, Suite 310	Falls Church	VA	22044	N/A	PC	School Friendship Program	10,000
Bowdoin College	5700 College Station	Brunswick	ME	04011	N/A	PC	Center for Learning & Teaching Program	50,000
Boys and Girls Club of Bend Inc	500 NW Wall St	Bend	OR	97703	N/A	PC	Scholarship Program	50,000
Boys Club of Greater New York	287 East 10th St	New York	NY	10009	N/A	PC	High School Access	500,000
Brookwood in Georgetown Vocational (BVG)	905 N Church St	Georgetown	TX	78628	N/A	PC	Horticultural Transport Box Truck	10,000
Bryn Mawr College	101 North Merion Ave , Taylor Hall	Bryn Mawr	PA	19010	N/A	PC	Pilot Bridge To The Sciences Program	99,236
Cal Ripken, Sr Foundation	1427 Clarkview Rd , Suite 100	Baltimore	MD	21209	N/A	PC	General Support	50,000
California Institute of Technology	1200 East California Blvd Mail Code 204-31	Pasadena	CA	91125	N/A	PC	Simulation of Extreme Spacetimes (SXs)	1,016,006
California Institute of Technology	1200 East California Blvd Mail Code 204-31	Pasadena	CA	91125	N/A	PC	Beowulf Computer	180,000
Capital Area Immigrants Rights Coalition	1612 K St NW	Washington	DC	20006	N/A	PC	General Support	50,000
Carolina for Kibera Inc	Campus Box 5145	Chapel Hill	NC	27599	N/A	PC	Kenya General Support	20,000
City Year Inc	36 South Wabash Ave , Suite 1300	Chicago	IL	60603	N/A	PC	General Support	33,000
Coe College	1220 First Ave , NE	Cedar Rapids	IA	52402	N/A	PC	SEP Phase XIII	125,000
Connecticut College	270 Mohegan Ave	New London	CT	06320	N/A	PC	Pilot Bridge To The Sciences Program	100,000
Crossnore School Inc	P O Box 249	Crossnore	NC	28616	N/A	PC	Residential Scholarship Program	25,000
The Dallas Institute of Humanities & Culture	2719 Routh St	Dallas	TX	75201	N/A	PC	Martin Luther King, Jr Symposium	25,000
Danbury Hospital	24 Hospital Ave	Danbury	CT	06810	N/A	PC	Mobile Simulation Unit Purchase	100,000
Dartmouth College	President's Office, 14 N Main St HB 6001	Hanover	NH	03755	N/A	PC	MBA Financial Scholarships	33,000
Davidson College	Office of the President, Box 7170	Davidson	NC	28035	N/A	PC	Davidson Research Initiative	45,000
Democracy Now Productions, Inc	207 West 25th St , 11th Floor	New York	NY	10001	N/A	PC	General Support	30,000
Denison University	101 West College Street	Granville	OH	43023	N/A	PC	Strategic Plan	5,000,000
Equal Justice Initiative	122 Commerce St	Montgomery	AL	36104	N/A	PC	General Support	50,000
Evanston School Children's Clothing Initiative	1500 McDaniel Ave	Evanston	IL	60201	N/A	PC	General Support	33,000
Freedom House	1850 M St NW, 11th Floor	Washington	DC	20036	N/A	PC	General Support	25,000
Friends of Acadia	43 Cottage St	Bar Harbor	ME	04609	N/A	PC	Second Century Campaign	25,000
Friends of Catherine and Channel Lakes	3216 N Hoyne Ave	Chicago	IL	60618	N/A	PC	General Support	45,000

Sherman Fairchild Foundation, Inc
 EIN- 13-1951698
 Year Ended 12/31/17

Form 990PF, Part XV - Grants and Contributions Paid During the Year

ATTACHMENT # 15

Recipient Name	Street	City	State	Zip	Individual Relationship	Foundation Status	Purpose	Amount
Furman University	3300 Poinsett Hwy	Greenville	SC	29613	N/A	PC	SEP Phase XIV	125,000
Glen Echo Park	7300 MacArthur Blvd	Glen Echo	MD	20812	N/A	PC	General Support	10,000
Goucher College	1021 Dulany Valley Rd	Baltimore	MD	21204	N/A	PC	Arts & Technology Phase IV	139,500
Harvard Art Museum	32 Quincy St	Cambridge	MA	02138	N/A	PC	Analytical Laboratory	1,666,666
Island Safe Harbor Animal Sanctuary, Inc	3620 E State St	Port Clinton	OH	43452	N/A	PC	General Support	10,000
KIND, Inc	1300 L St. NW, Suite 1100	Washington	DC	20005	N/A	PC	Technology/Staff/Travel Support	50,000
Lake Forest College	555 North Sheridan Rd	Lake Forest	NC	60045	N/A	PC	SEP Phase XIV	123,000
Lakeside Chautauqua	236 Walnut Ave	Lakeside	OH	43440	N/A	PC	Education Endowment Fund	80,000
Lewis and Clark College	0615 SW Palatine Hill Road	Portland	OR	97219	N/A	PC	Pilot Bridge To The Sciences Program	105,000
Lift, Inc	1620 I St. NW, Suite 820	Washington	DC	20006	N/A	PC	General Support	20,000
Lincoln Center Education	70 Lincoln Center Plaza	New York	NY	10023	N/A	PC	School Programs	1,000,000
Macalester College	1600 Grand Ave	St Paul	MIN	55105	N/A	PC	SEP Phase XIII	121,750
Metropolitan Museum of Art	1000 Fifth Ave	New York	NY	10028	N/A	PC	Dept of Objects Conservation Needs Analysis	45,000
Metropolitan Museum of Art	1001 Fifth Ave	New York	NY	10029	N/A	PC	Astor Educators Program	275,000
Metropolitan Museum of Art	1002 Fifth Ave	New York	NY	10030	N/A	PC	Constance & Walter Burke Gallery	5,000,000
Metropolitan Museum of Art	1003 Fifth Ave	New York	NY	10031	N/A	PC	Education in Museums Phase II	100,000
Mission Wolf	80 Sheep Creek Rd	Westcliffe	CO	81252	N/A	PC	General Support	15,000
The Morgan Library & Museum	225 Madison Ave	New York	NY	10016	N/A	PC	Strategic Needs	2,500,000
Mount Desert Island Biological Laboratory	159 Old Bar Harbor Rd	Salisbury Cove	ME	04672	N/A	PC	General Support	25,000
Mount Holyoke College	50 College St	South Hadley	MA	01075	N/A	PC	Arts & Technology Phase IV	154,478
The Neighborhood House	1 Kimball Rd	Northeast Harbor	ME	04662	N/A	PC	General Support for Capital Improvements	25,000
North Carolina Museum of Art	2110 Blue Ridge Rd	Raleigh	NC	27607	N/A	PC	Small Museum Conservation - Phase III	100,000
Northwestern University	633 Clark	Evanston	IL	60208	N/A	PC	Two Material Science Projects	3,302,666
New York Historical Society	170 Central Park West	New York	NY	10024	N/A	PC	Small Museum Conservation - Phase III	100,000
New York Presbyterian Hospital	177 Fort Washington Ave	New York	NY	10032	N/A	PC	Simulation Center	1,250,000
Npower	3 Metrotech Center Mezzanine	Brooklyn	NY	11201	N/A	PC	General Support	10,000
Orange County Rape Crisis Center	P O Box 4722	Chapel Hill	NC	27515	N/A	PC	Comprehensive Capital Campaign	30,000
Phillips Collection	1600 21st St NW	Washington	DC	20009	N/A	PC	The Campaign For The Phillips	4,550,000
Phillips Collection	1601 21st St NW	Washington	DC	20010	N/A	PC	Education in Museums Phase III	100,000
Salvation Army Cedar Rapids, IA	5550 Prairie Stone Parkway	Hoffman Estates	IL	60192	N/A	PC	Community Meal Program	10,000
Salvation Army Metropolitan Division	5040 N Pulaski Rd	Chicago	IL	60630	N/A	PC	Emergency Services	200,000
Salvation Army Greater Cleveland Area	2507 E 22nd Street	Cleveland	OH	44115	N/A	PC	Emergency Services	200,000
Salvation Army Houston	1424 Northeast Expressway NE	Brookhaven	GA	30329	N/A	PC	Emergency Services	250,000
Salvation Army National Capital Area Command	2626 Pennsylvania Ave , NW	Washington	DC	20037	N/A	PC	Emergency Services	200,000
Salvation Army Massachusetts Division	25 Shawmut Road	Boston	MA	02021	N/A	PC	Emergency Services	200,000

Sherman Fairchild Foundation, Inc
 EIN 13-1951698
 Year Ended 12/31/17
 Form 990PF, Part XV - Grants and Contributions Paid During the Year

ATTACHMENT # 15

<u>Recipient Name</u>	<u>Street</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	<u>Individual Relationship</u>	<u>Foundation Status</u>	<u>Purpose</u>	<u>Amount</u>
Salvation Army of New York	120 West 14th Street	New York	NY	10011	N/A	PC	General Operations	500,000
Salvation Army of New York	120 West 14th Street	New York	NY	10011	N/A	PC	Emergency Services	200,000
Sarah Lawrence College	1 Mead Way	Bronxville	NY	10708	N/A	PC	Arts & Technology Phase III	112,000
Seattle Art Museum	1300 1st Ave	Seattle	WA	98101	N/A	PC	Small Museum Conservation - Phase III	100,000
Siena College	515 Loudon Rd, Siena Hall, 2nd Floor 201	Loudonville	NY	10211	N/A	PC	SEP Phase XIV	140,000
Special Olympics Illinois	605 E Willow St	Normal	IL	61761	N/A	PC	General Support	30,000
St. Francis Episcopal Church	504 Old Long Ridge Rd	Stamford	CT	06903	N/A	PC	Outreach Fund	60,000
St. Margaret Roman Catholic Congregation	141 N Hickory Ave	Bel Air	MD	21014	N/A	PC	Inner County Outreach/Pre-School Community	10,000
St. Mary's & St. Jude's	P O Box 105	Northeast Harbor	ME	04662	N/A	PC	Renovation Support	25,000
Sun24 Inc	1815 W Jetton Ave	Tampa	FL	33606	N/A	PC	Solar Light Distribution	30,000
Susquehanna University	Office of the President, 514 University Ave	Selinsgrove	PA	17870	N/A	PC	SEP Phase XIV	141,050
The University of Arizona	1040 E 4th Street, Gould-Simpson Bldg Room 1025	Tucson	AZ	85721	N/A	PC	Plot Bridge To The Sciences Program	100,000
The University of California at San Francisco	Office of the President, 513 Parnassus	San Francisco	CA	94143	N/A	PC	Alzheimer's & Parkinson's Support	2,500,000
UNC Chapel Hill	200 East Cameron Ave	Chapel Hill	NC	27599	N/A	PC	Dr. Magnuson Funding	25,000
UNC Institute of Marine Sciences	3431 Arendell St	Morehead City	NC	28557	N/A	PC	Environmental Science Education	50,000
Wellesley College	106 Central Street	Wellesley	MA	02481	N/A	PC	Plot Bridge To The Sciences Program	100,000
Wheaton College	26 East Main Street	Norton	MA	02766	N/A	PC	Arts And Technology Phase II	125,000
Williams College	880 Main Street, Hopkins Hall, 3rd Floor	Williamstown	MA	01267	N/A	PC	Plot Bridge To The Sciences Program	124,000
The Wiley Network Inc	56 Linden St	Needham	MA	02026	N/A	PC	General Support	20,000
Total Grants Paid								\$ 35,861,412

Sherman Fairchild Foundation, Inc
 EIN 13-1951698
 Year Ended 12/31/17
 Form 990PF, Part XV - Contributions Approved For Future Payment

ATTACHMENT # 16

Recipient Name	Street	City	State	Zip	Individual Relationship	Foundation Status	Purpose	Amount
Barnes Foundation	2025 Benjamin Franklin Pkwy	Philadelphia	PA	19130	N/A	PC	Small Museum Conservation - Phase III	\$ 100,000
Berea College	CPO 2181	Berea	KY	40404	N/A	PC	SEP Phase XIV	373,237
Boys Club of Greater New York	287 East 10th St	New York	NY	10009	N/A	PC	High School Access	1,000,000
California Institute of Technology	1200 East California Blvd Mail Code 204-31	Pasadena	CA	91125	N/A	PC	Simulation of Extreme Spacetimes (SXS)	4,346,479
California Institute of Technology	1201 East California Blvd Mail Code 204-31	Pasadena	CA	91126	N/A	PC	Beowulf Computer	208,000
Clark Atlanta University	223 James P Brawley Dr SW	Atlanta	GA	30314	N/A	PC	Summer Stipend Program 2017	247,500
College of Wooster	Galpin Memorial Bldg . 1101 N Bever St	Wooster	OH	44691	N/A	PC	Summer Stipend Program 2017	244,620
Furman University	3300 Pomsett Hwy	Greenville	SC	29613	N/A	PC	SEP Phase XIV	372,183
Goucher College	1021 Dulany Valley Rd	Baltimore	MD	21204	N/A	PC	Arts & Technology Phase IV	355,225
Kalamazoo College	1200 Academy St	Kalamazoo	MI	49006	N/A	PC	Summer Stipend Program 2017	247,500
Kenyon College	Office of the President, Ransom Hall	Gambier	OH	43022	N/A	PC	Summer Stipend Program 2017	247,500
Lake Forest College	555 North Sheridan Rd	Lake Forest	NC	60045	N/A	PC	SEP Phase XIV	373,200
Lawrence University	711 East Boldt Way, SPC 13	Appleton	WI	54912	N/A	PC	Summer Stipend Program 2017	247,140
Lincoln Center Education	70 Lincoln Center Plaza	New York	NY	10023	N/A	PC	School Programs	2,000,000
Metropolitan Museum of Art	1000 Fifth Ave	New York	NY	10028	N/A	PC	Astor Educators Program	275,000
Metropolitan Museum of Art	1001 Fifth Ave	New York	NY	10029	N/A	PC	Constance & Walter Burke Gallery	5,000,000
The Morgan Library & Museum	225 Madison Ave	New York	NY	10016	N/A	PC	Strategic Needs	2,500,000
Mount Holyoke College	50 College St	South Hadley	MA	01075	N/A	PC	Arts & Technology Phase IV	345,522
North Carolina Museum of Art	2110 Blue Ridge Rd	Raleigh	NC	27607	N/A	PC	Small Museum Conservation - Phase III	100,000
Northwestern University	633 Clark	Evanston	IL	60208	N/A	PC	Two Material Science Projects	6,234,503
New York Historical Society	170 Central Park West	New York	NY	10024	N/A	PC	Small Museum Conservation - Phase III	100,000
The Partnership for Inner City Education	1011 First Ave , Suite 1800	New York	NY	10022	N/A	PC	Partnership Schools	3,000,000
Phillips Collection	1600 21st St NW	Washington	DC	20009	N/A	PC	Diversity Initiative	1,122,000
Seattle Art Museum	1300 1st Ave	Seattle	WA	98101	N/A	PC	Small Museum Conservation - Phase III	100,000
Siena College	515 Loudon Rd, Siena Hall, 2nd Floor 201	Loudonville	NY	12211	N/A	PC	SEP Phase XIV	342,402
Simmons College	300 The Fenway	Boston	MA	02115	N/A	PC	Summer Stipend Program 2017	171,885
Susquehanna University	Office of the President, 514 University Ave	Selinsgrove	PA	17870	N/A	PC	SEP Phase XIV	354,402
The University of California at San Francisco	Office of the President, 513 Parnassus	San Francisco	CA	94143	N/A	PC	Alzheimer's & Parkinson's Support	10,000,000
UNC Chapel Hill	200 East Cameron Ave	Chapel Hill	NC	27599	N/A	PC	Chancellor's Science Scholars Program	10,000,000
Total Grants Approved for Payment								\$ 50,008,298

Sherman Fairchild Foundation, Inc.

EIN. 13-1951698

2017 Form 990-PF

Summary of Partnership income

Attachment #17

	<u>TOTALS</u>	<u>Capital Gn/Loss</u>	<u>Ordinary</u>
SUMMARY -			
UBIT income	846,171	758,122	88,049
UBIT deductions	(621,419)		(621,419)
Net UBIT	224,752	758,122	(533,370)
Non-UBIT income	34,483,247	25,202,192	9,281,055
Non-UBIT deductions	(6,250,573)		(6,250,573)
Net Non-UBIT	28,232,674	25,202,192	3,030,482
Total net all	28,457,426	25,960,314	2,497,112

Summary of Partnership Income

Attachment # 17

PARTNERSHIP EIN	K-1 Line #	TOTAL	Abingworth Bioventures IV, L.P.	Abingworth Bioventures V, L.P.	Accel IX, L.P.	Accel VIII, L.P.	Accel X, L.P.	Accel XI L.P.	Accel XII L.P.	Accel XIII L.P.	Accel Growth Fund II L.P.	Accel Growth Fund III L.P.	Accel Growth Fund IV L.P.
Ordinary Income	1	(212,835)											
Net rental real estate	2	(51,089)											
Other net rental	3	15											
Guaranteed prmts	4	0											
Int Inc	5	2,651,503	2	104	894	253	1,083	926	188	94	154	428	
Ord Divs	6a	3,967,522			278				3				
Royalties	7	979,008											
S-C Gain	8	927,369											
L-1 CG	9a	20,903,936	(32,239)	619	24,594	(1,907)	(13)	1	(23,235)		132,257	(1)	
sec 1250 gain Note only	9c	3,644,023		(11,386)				756				(37,584)	
Sec 1231 gain	10	434,694											
Other Income		0											
Portfolio	11a	151,477		(2)									
Sec 1256	11b	(43,812)											
Other	11c	272,020											
Tax exempt income	11E	5,349,616											
Other	11F	0											
Tax exempt income	18AB	0											
		35,329,418	(32,237)	(4,500)	25,764	(1,654)	239,415	1,663	(23,234)	94	132,411	(37,141)	0

Sec 179	12	111											
Other Deductions		0											
13A-G		1,649											
Investment interest exp	13H	184,669											
Portfolio - other	13I	39,456											
Other Ded	13J/w	917,855											
Capital gain property	13E	0											
Other Ded-Prt	13K	5,141,434	434	895	24,525	203	41,472	25,467	25,501	25,667	37,874	51,561	47,263
Ded - royalty	13L	260,653											
Foreign taxes paid	16L/M	279,151			102								
Non deductible exp	18C	47,014	7	13	4	3	4	2	2	2	3	14	4
		6,871,992	441	4,304	24,731	206	41,476	25,469	25,503	25,669	37,877	51,579	47,267
		28,457,426	(32,678)	(8,804)	1,033	(1,860)	197,939	(23,786)	(48,737)	(25,575)	94,534	(88,720)	(47,267)
NET INC													

UBIT													
Income													
Ordinary Income	1	(117,867)											
Net rental real estate	2	(10,736)											
Other net rental	3	0											
Interest income	5	19,266											
Ordinary dividends	6	182											
Royalties	7	0											
Net short-term	8	3,537											
Net long-term	9	689,210											
Sec 1231 gain	10	65,375											
Other income (loss)	11a/e	177,211											
Net sec 1256 gain(loss)	11c	0											
Other income(loss) - 743	11f	19,992											
Deductions													
Sec 179 deduction	12	0											
Other deductions	13 A-G	(2,756)											
Investment interest exp	13h	(32,202)											
Other deductions	13J/W	(484,233)											
Deduction - 2%	13K	(100,844)											
Total foreign taxes	16 L/M	(1,385)											
Other deductions	13w	0											
Net UBI		224,753	0	0	0	0	0	0	0	0	0	0	0

Sherman Fairchild Foundation, Inc
2017 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Accel Leaders Fund LP	Advent Private Equity III, L.P.	Advent Private Equity IV, L.P.	Amplify II L.P.	Artman Ventures 2014	Artman Ventures Select 2014	Atlas Venture Fund VI, L.P.	Bain Capital Asia Fund, L.P.	Bain Capital Asia II L.P.	Bain Asia III, L.P.	Bain Capital Fund VII - E, L.P.	Bain Capital Fund VII, L.P.
IN		81-1425790			47-3122598	47-1042299	47-1053971	04-3547778	98-0518907	98-0691286	98-1242548	04-3578237	04-3518910

1 Ordinary income													
2 Net rental real estate													
3 Other net rental													
4 Guaranteed prms													
5 Int Inc													
6a Ord Divs													
7 Royalties													
8 S-t CGain													
9a L-t CG													
9c sec 1250 gain Note only													
10 Sec 1231 gain													
Other Income													
Portfolio													
11a													
11b													
11c													
11E													
11f													
18A/B Tax exempt income													
INCOME													

0	0	0	0	0	359	(5,297)	(3,627)	9,799	280,037	590,670	592,828	4	196,166
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12 Other Deductions													
13A-G Other deductions													
13H Investment interest exp													
13L Portfolio - other													
13J/w Other Ded													
13E Capital gain property													
13K Other Ded-Prt													
13I Ded - royalty													
16L/M Foreign taxes paid													
18C Non deductible exp													
DEDUCTIONS													
463	0	4,193	22,036	52,016	1,427	537	7,154	14,519	56,748	896	3,526		
(463)	0	(8,898)	(21,677)	(57,313)	(5,054)	9,262	272,883	576,151	536,080	(892)	192,640		
NET INC													

1 Ordinary income													
2 Net rental real estate													
3 Other net rental													
5 Interest income													
6 Ordinary dividends													
7 Royalties													
8 Net short-term													
9 Net long-term													
10 Sec 1231 gain													
11a/e Other income (loss)													
11c Net sec 1256 gain(loss)													
11f Other income(loss) - 743													
20													
INCOME													
12 Deductions													
13A-G Sec 179 deduction													
13h Other deductions													
13J/w Investment interest exp													
13K Other deductions													
13M Deduction - 2%													
16L/M Total foreign taxes													
13w Other deductions													
DEDUCTIONS													
0	0	0	0	0	0	0	0	0	0	0	0	0	0
Net UBI													

1	Ordinary Income
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NET INCNet UBI

2017 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Berkshire (AIV Direct) Fund VI, L.P.	Berkshire Fund VII, L.P.	Berkshire Fund VII (OS), L.P.	Berkshire VIII L.P.	Berkshire IX L.P.	Blackstone Capital Partners IV, L.P.	Blackstone GOW Cayman Partners IV, L.P.	Blackstone SGP Capital Partners (Cayman) IV, L.P.	Blackstone RE Partners Int'l II Q, L.P.
EIN	20-4770808	20-5216201	98-0540463	27-5270108	98-0704076	38-3985342	13-4195762	98-1010672	20-0118764	27-0127939
Ordinary income	1	30	45,824	29,714					(586)	8,220
Net rental real estate	2									(250)
Other net rental	3									
Guaranteed prmts	4									
Int Inc	5	30	87	914	1,806	614			38	2,905
Ord Dvs	6a		3,026			422				2,293
Royalties	7									
S-t CGain	8									
L-t CG	9a	(56,959)	699,018	144,979	(15,770)				96,228	21,440
Sec 1250 gain Note only	9c				612,221					(16,702)
Sec 1231 gain	10		(42)		(83)					
Other Income										
Portfolio	11a	490		1					2	157
Sec 1256	11b									
Other	11c									
Tax exempt income	11E									
Other	11F									
INCOME	18A/B			1,109	(10)					24,054
		(56,409)	747,913	144,980	628,105	124,200	1,036	0	96,268	42,117
										(73,908)

Sec 179	12									
Other Deductions										
13A-G										
Other deductions		1	2	389					1	1,593
13H				978						
Investment interest exp										
13I										
Portfolio - other										
Other Ded			1,645	16,630						
13J/W										
Capital gain property										
13E										
Other Ded-Prt			29,703	77,661	152	34,277	131	104	219	1,330
13K										
Ded - royalty										
13L										
Foreign taxes paid										
16L/M										
Nondeductible exp		41	36	868	365					6
18C										
		42	31,386	96,526	517	38,612	132	104	220	1,336
		(56,451)	716,527	531,579	123,683	(37,576)	(132)	(104)	96,048	40,781
										(77,115)
NET INC										

UBIT										
Income										
Ordinary income	1	30	45,824	0	29,714	0	0	0	0	8,220
Net rental real estate	2									(250)
Other net rental	3									
Interest income	5									
Ordinary dividends	6	30		638						
Royalties	7									
Net short-term	8									
Net long-term	9									
Sec 1231 gain	10		297,534	(1)						
Other income (loss)	11a/e		(42)	(83)						
Net sec 1256 gain(loss)	11c			392,355						
Other income(loss) - 743	11f			(83)						
INCOME	20			1,109						
Deductions										
Sec 179 deduction	12									
Other deductions	13 A-G	(1)	(1,647)	(389)						
Investment interest exp	13h									
Other deductions	13J/W									
Deduction - 2%	13K			(16,630)						
Total foreign taxes	16 L/M									
Other deductions	13w									
Net UBI		59	341,669	0	406,713	0	0	0	0	7,970
										(586)
										0

Sherman Fairchild Foundation, Inc
2017 Form 990-PF

Summary of Partnership Income

PARTNERSHIP		K-1 Line #	Blackstone RE Partners Int'l II (AIV) L P	Blackstone RE Int'l II (AIV) Prime L P	Blackstone V L P	Blackstone PB Capital Partners V L P	Blackstone Capital Partners (Cayman) V-A, L P	Blackstone RGIS Capital Partners V L P	Blackstone Capital Partners (Cayman II) V L P	Blackstone Capital Partners (Cayman III) V L P	Blackstone Capital Partners GS V L P	Blackstone Feeder Holdco V L P	Blackstone V L P
EIN		98-0553010	98-1343083	20-3177035	26-1995844	20-5429794	20-8866363	26-1668564	98-0578154	98-0641463	27-4468041	36-4816704	82-1002838
Ordinary Income	1						(6 870)						
Net rental real estate	2												
Other net rental	3												
Guaranteed prmts	4												
Int Inc	5												
Ord Dvs	6a	4 143	29,454	3,627		66	43	2,561		32			7,444
Royalties	7												
S-1 CGain	8		(393)										
L-1 CG	9a	649,245	155,525	301,857		2 803				30,269		188	(99)
sec 1250 gain Note only	9c												39,028
Sec 1231 gain	10												
Other Income											4,196		
Portfolio	11a								4				
	11b												
Sec 1256	11c												
	11E												
Other	11f												
Tax exempt income	18A/B												
		653,388	184,586	305,554	0	2 869	(6 827)	0	2 565	30,269	4 228	188	46 373

Sec 179	12												
Other Deductions													
Other deductions	13A-G												
Investment interest exp	13H												
Portfolio - other	13L												
Other Ded	13J/W												
Capital gain property	13E	5 138	1,386	1,300									350
Other Ded-Prt	13K	868	408	738	33	433	127	50	98	7	325		103
Ded - royalty	13I												
Foreign taxes paid	16L/M												
Nondeductible exp	18C												
		6,005	1,794	2,042	38	433	16	50	98	55	326		453
		647,382	182,792	303,512	(38)	2,436	(8,677)	2,515	30,171	4,173	(138)		45,920
NET INC													

UBIT													
Income													
Ordinary Income	1												
Net rental real estate	2												
Other net rental	3												
Interest income	5												
Ordinary dividends	6												
Royalties	7												
Net short-term	8												
Net long-term	9												
Sec 1231 gain	10												
Other income (loss)	11a/e												
Net sec 1256 gain(loss)	11c												
Other income(loss) - 743	11f												
	20												
Deductions													
Sec 179 deduction	12												
Other deductions	13A-G												
Investment interest exp	13h												
Other deductions	13J/W												
Deduction - 2%	13K												
Total foreign taxes	16 L/M												
Other deductions	13w												
		0	0	0	0	3,406	(7,835)	0	0	4,196			
Net UBI													

[illegible]

Sherman Fairchild Foundation, Inc
2017 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	CA Resources Fund LP Series Bain X Core	CA Resources Fund LP Series Bain X Core	Cabot Industrial Value Fund II, Inc	Cedar Rock Capital Partners	Colchester Global Bond Fund	DAG Ventures III-QP, L.P.	DAG Ventures II-QP, L.P.	DAG Ventures IV-QP LP	DAG V QP LP	DAG VI	Davidson Kempner Institutional Partners, L.P.	Drawbridge LDV Fund I-B, L.P.
EIN		61-1539701	47-3574272	20-3129763	98-0425858	36-7324183	20-8766618	20-4626638	26-3312327	45-2256948	47-2488871	13-3597020	20-2294127
1 Ordinary income												(6,771)	(8,558)
2 Net rental real estate												90	2,194
3 Other net rental													
4 Guaranteed prnts													
5 Int Inc		1 047		86	3,733	352,547	10	658	373	3,991		198,683	25,797
6a Ord Divs		30 158			940,423							32,930	85
7 Royalties			136,879									204	
8 S-t CGain		556,788			(1,185)	(6,271)	(211,046)	(1,410)	(1,027)	381,018	51,558	182,657	(52,104)
9a L-t CG				1,746,461		(46,580)					25,779	132,782	4,730
9c sec 1250 gain Note only				2,939,449								4,733	10,371
10 Sec 1231 gain													
Other Income		6,016		18								12	14,041
Portfolio													
11a													
11b													
11c													
11E													
Other					(8,743)	(398,020)						(105,466)	(75,770)
11F													
18AVB		594,009	136,879	1,746,565	934,228	(98,324)	(211,036)	(752)	(274,145)	385,009	77,337	433,854	(83,944)

12	Sec 179												
Other Deductions													
13A-G													
13H		9,624										26,710	
Investment interest exp													
13I													
Portfolio - other		3,239										123,059	
Other Ded													
13J/w													
Capital gain property													
13E		48,258	7,555	1,023	352,857	7,143	814	27,064	61,537	22,692		141	22,490
Other Ded-Prt			43,062									161	109
13K												1,834	
Ded - royalty		1,703			36,679	3,865						2,420	
13L					30,234								
Foreign taxes paid													
16L/M													
18C													
Nondeductible exp													
NET INC		82,824	50,617	1,023	419,770	3,865	7,143	814	27,064	22,692	61,537	154,325	22,621
		531,185	86,262	1,745,542	514,458	(102,189)	(218,179)	(1,566)	(301,209)	362,317	15,800	285,529	(106,565)

UBIT													
Income													
1 Ordinary income		2,759	0	0	0	0	0	0	0	0	0	(6,771)	0
2 Net rental real estate													
3 Other net rental													
5 Interest income													
6 Ordinary dividends													
7 Royalties													
8 Net short-term													
9 Net long-term													
10 Sec 1231 gain													
11a/e		(1,382)										4,733	
Other income (loss)													
11c													
Net sec 1258 gain(loss)													
11f													
Other income(loss) - 743													
20													
Deductions													
12 Sec 179 deduction													
13 A-G													
13n													
Investment interest exp													
13J/w													
13K													
Deduction - 2%													
16 L/M													
Total foreign taxes													
13w													
Other deductions													
Net UBI		1,377	0	0	0	0	0	0	0	0	0	(2,038)	0

Summary of Partnership Income

PARTNERSHIP - K-1 Line #	Drawbridge LDV Fund II-B, L.P.	Drawbridge LDV Fund III, C, L.P.	EMG II	EMG III	EMG IV	EnCap Energy Capital VI-B, L.P.	EnCap Energy Capital VII, L.P.	EnCap Energy Capital VIII, L.P.	EnCap Energy Capital IX, L.P.	EnCap Energy Capital X, L.P.	EnCap Flatrock Midstream III	EnerVest X-B, L.P.
EIN	04-3833237	14-1984869	81-2114255	46-3816664	46-5408240	20-4682001	26-0413806	27-2032570	80-0860738	47-2732735	46-4943834	71-0979432
1 Ordinary income	(10,169)	(8,166)		(199,089)	(14,610)		35,787		22,084	32,868	(134,654)	5,801
2 Net rental real estate		(304)					3			2		
3 Other net rental							2					
4 Guaranteed prnts												
5 Int Inc	201,238	29,409		2,489	53	38,282	69	61,331	304	1,118	275	
6a Ord Dvs	1,979			240	59				1,274			
7 Royalties	7,860	3,321		14,535			22,009		30,998	15,196		257
8 S-I CGain	(48,697)	26,298			(215)	(6,241)	(10,534)		16,148			
-9a L-t CG	43,341	712					38		51,368	9	8,296	
9c Sec 1250 gain Note only	69,001	1,725		(4,593)	319		(2,455)		66,127	49,574	214	17,329
10 Sec 1231 gain	0								3,706	630	16	
Other Income	58	3,467					112					
11a Portfolio												
11b 11b												
11c Sec 1256							122,872		14			
11E Other	(8,050)	3,121		94,463			102		352	209,873	1	
11F Tax exempt income		0		1,183								
18A/B				0								
	213,220	58,871	0	(90,772)	(14,394)	32,041	167,967	61,331	191,961	309,284	(125,652)	23,387

12 Sec 179												
Other Deductions												
13A-G												
13H Investment interest exp							9		37	62	41	
13L Portfolio - other	4	1	1,790	74	10		50					
13Jw Other Ded	22,630			3	3		1		1,724			
13E Capital gain property	869	6,277		152,130	4,666		34,235		172,292	236,360	15,151	1,859
13K Other Ded-Prt		10,208	41,917	38,509	15,418	592	25	629	16			
13I Ded - royalty	31,031	5,099		2,886			3,676		5,054	4,794		
16L/M Foreign taxes paid	74											
18C Nondeductible exp		29		433	119		8		72	123	83	
	54,608	21,620	43,707	194,035	20,216	592	38,004	629	179,195	241,339	15,275	1,859
NET INC	158,612	37,251	(43,707)	(284,807)	(34,610)	31,449	129,963	60,702	12,766	67,945	(141,127)	21,528

UBIT

Income												
1 Ordinary income												
2 Net rental real estate												
3 Other net rental												
5 Interest income												
6 Ordinary dividends												
7 Royalties												
8 Net short-term												
9 Net long-term												
10 Sec 1231 gain												
11a/e Other income (loss)												
11c Net sec 1256 gain(loss)												
11f Other income(loss) - 743												
20												
Deductions												
12 Sec 179 deduction												
13 A-G Other deductions												
13h Investment interest exp												
13Jw Other deductions												
13K Deduction - 2%												
16 L/M Total foreign taxes												
13w Other deductions												
NET UBI	34,541	(6,756)	0	(243,756)	(29,538)	0	124,424	0	(150,208)	(203,492)	(149,805)	(4,538)

Sherman Fairchild Foundation, Inc
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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	EnerVest XI-B, L.P.	EnerVest XII-B, L.P.	EnerVest XIII-C, L.P.	FIR Tree Intl Value Fund (USTE) II, L.P.	Fortress Credit Fund (A) L.P.	Fortress Investment Fund III, L.P.	Fortress Investment Fund IV (Fund B), L.P.	Fortress Investment Fund V (Fund A), L.P.	Fortress Florida Preferred L.P.	Fortress COPS II-B LP	Fortress COPS IV-B
EIN		20-5617943	01-0938044	80-0854716	98-1074738	26-1701157	20-1637675	98-0485594	98-0534591	80-0954056	27-0354858	99-0365808
1 Ordinary income						(20,451)			38,525			(380)
2 Net rental real estate						146			(8,375)			
3 Other net rental						11						
4 Guaranteed prmts												
5 Int Inc		408	390	27	2,626	56,958	6,628	54,383	26,424	34,190	6,023	23,263
6a Ord Dvrs						860			41		96,301	7,599
7 Royalties		49,389	20,050	7,169	(1,732)	76			4,739	(1,836)	30,069	4,319
8 S-1 CGain					14,170	45,638	(197,928)	(592,405)	706,635		65,943	14,287
9a L-1 CG						641			675			
9c sec 1250 gain Note only						69,830			23,116			
10 Sec 1231 gain												
Other Income						3,630	7,230	287			119,636	16,711
11a Portfolio						(7)						
11b Sec 1256						(439)	105				5,535	(58)
11c Other			5,698	(387,331)								
11f Tax exempt income												
18A/B		49,797	26,138	(380,135)	15,064	157,045	(183,965)	(537,735)	791,105	32,354	257,564	117,397
INCOME												73,477

12	Sec 179											
Other Deductions												
13A-G						26			91			
13H Investment interest exp						2,495			313		1	155
13L Portfolio - other												
13J/w Other Ded						322					3,640	
13E Capital gain property												
13K Other Ded-Prt					8,904	20,699	7,190	44,499	56,426	16,536	10,079	11,074
13I Ded - royalty		16,742		21,220		315						
16L/M Foreign taxes paid						390						
18C Nondeductible exp						181			304			4
NET INC		16,742	0	21,220	8,904	24,428	7,190	44,499	57,134	0	16,537	13,877
		33,055	26,138	(401,355)	6,160	132,617	(191,155)	(582,234)	733,971	32,354	241,027	103,520
												60,484

UBIT

Income												
1 Ordinary income		0	0	0	0	4,878	0	0	38,525	0	18	(265)
2 Net rental real estate									(7,382)			
3 Other net rental												
5 Interest income												
6 Ordinary dividends												
7 Royalties												
8 Net short-term												
9 Net long-term												
10 Sec 1231 gain												
11a/e Other income (loss)												
11c Net sec 1256 gain(loss)												
11f Other income(loss) - 743												
20												
Deductions												
12 Sec 179 deduction												
13A-G Other deductions												
13h Investment interest exp												
13J/w Other deductions												
13K Deduction - 2%												
16 L/M Total foreign taxes												
13w Other deductions												
Net UBI		0	0	0	0	4,878	0	0	48,757	0	18	(265)
												1,431

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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Fortress MSR Fund I - Fund I	Fortress MSR Fund II A - Fund II A	GC Fund III, L.P.	General Catalyst Group IV, L.P.	General Catalyst Group V, L.P.	General Catalyst Group V, Supplemental, L.P.	General Catalyst Group VI, L.P.	General Catalyst Group VII, L.P.	General Catalyst Group VIII, Supplemental	General Catalyst Group VIII, Supplemental	Greylock Israel, L.P.	Greylock Israel, L.P.
EIN		95-0378712	80-0941834	73-1681628	83-0438831	65-1317059	65-1317070	45-4005146	90-1028914	81-1105880	81-1108044	20-5087693	98-0696069
1 Ordinary income	1					(382)	(265)						
2 Net rental real estate	2												
3 Other net rental	3												
4 Guaranteed prnts	4												
5 Int Inc	5	36 965	22 989	89	530	86	25	234	393	169		18	135
6a Ord Divs	6a				777	5 332		136	1				31 067
7 Royalties	7												
8 S-I CGain	8				(841)	8 124		(5 002)	1 483				7 969
9a L-I CG	9a				(70 011)	7 585		388 793	38 392	2 425		163 725	137 760
9c sec 1250 gain Note only	9c			259 978									
10 Sec 1231 gain	10												
11a Other Income	11a												
11b Portfolio	11b												
11c Sec 1256	11c												
11E Other	11E												
11F Tax exempt income	11F												
18AB INCOME	18AB	36 965	22 989	260 067	(69 545)	20 745	(240)	384 161	40 269	2 594	0	163 743	176 931

12 Sec 179	12												
13A-G Other Deductions	13A-G												
13H Investment interest exp	13H				18	389		133	224	416	272		
13L Portfolio - other	13L							1					
13J/w Other Ded	13J/w												
13E Capital gain property	13E												
13K Other Ded-Prt	13K	3 784	4 083	3 826	621	27 698	10 250	25 855	20 036	32 739	253	12 073	15 661
13I Ded - royalty	13I												
16L/M Foreign taxes paid	16L/M												
18C Nondeductible exp	18C												
NET INC		3 784	4 083	3 826	639	28 111	10 250	25 997	20 288	33 224	528	12 073	17 537
		33 181	18 906	256 241	(70 184)	(7 366)	(10 490)	358 164	19 981	(30 630)	(528)	151 670	159 394

UBIT													
Income													
1 Ordinary income	1	0	0	0	0	(382)	(265)	0	0	0	0	0	0
2 Net rental real estate	2												
3 Other net rental	3												
5 Interest income	5												
6 Ordinary dividends	6												
7 Royalties	7												
8 Net short-term	8												
9 Net long-term	9												
10 Sec 1231 gain	10												
11a/e Other income (loss)	11a/e												
11c Net sec 1256 gain(loss)	11c												
11f Other income(loss) - 743	11f												
20 INCOME	20												
Deductions													
12 Sec 179 deduction	12												
13A-G Other deductions	13A-G												
13h Investment interest exp	13h												
13J/w Other deductions	13J/w												
13K Deduction - 2%	13K												
16 L/M Total foreign taxes	16 L/M												
13w Other deductions	13w												
Net UBI		0	0	0	0	(382)	(265)	0	0	0	0	0	0

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Summary of Partnership Income														
PARTNERSHIP		K-1 Line #	HIG Bayside Debt & LBO Fund II LP Series A	HIG Bayside Debt & LBO Fund II LP Series B	HIG Bayside Debt & LBO Fund II Series C	HIG Bayside Debt & LBO II Offshore AIV	HIG Growth Buyouts & Equity II LP	HIG Growth Buyout & Equity II Brazil	HIG V	HIG V AIV III	HIG Mid Market LBO II	HIG Bayside Loan Opp Feeder IV	HIG Brazil & Latin America Feeder Fund	HIG Advantage Buyout Fund
EIN		27-2566792	45-1653763	46-1946085	98-1247372	45-1661689	46-1864052	46-1241203	46-5130450	46-4144600	32-0526768	36-4867059		
INCOME		1	Ordinary Income	4,846	10,189									
		2	Net rental real estate		(20,619)									
		3	Other net rental											
		4	Guaranteed prnts											
		5	Int Inc	320	219	3,624	249	314		238		624		
		6a	Ord Dvs			1,103	31,934	16,098						
		7	Royalties											
		8	S-t CGain											
		9a	L-t CG	524	1,465	23,131	15,110	55,250		264,869				
		9c	sec 1250 gain Note only			7,690								
		10	Sec 1231 gain		(28)	3,458								
		11a	Other Income											
		11b	Portfolio											
		11c	Sec 1256											
		11E	Other											
		11f	Tax exempt income											
		18A/B		844	6,502	20,886	(6)	11,734	303	37,277		624	0	0

Partnership	K-1 Line #	Highland Capital Partners IV, L.P.	Highland Capital Partners V, L.P.	IDG-Accel China Growth Fund, L.P.	IDG-Accel China Capital II, L.P.	IDG-Accel China Growth II, L.P.	IDG-Accel China Growth Fund III, L.P.	IDG-Accel China Capital LP	IDG China IV	IDG China III L.P.	IDG China V L.P.	Janchor Offshore	Kittearm Global Equity
	EIN	04-3434349	04-3489542	98-0492274	42-1773501	98-0538302	43-2119288	98-0578626	98-1175719	98-1256079	98-1374086		27-4585908
Ordinary Income	1												
Net rental real estate	2												
Other net rental	3												
Guaranteed prmts	4												
Int Inc	5			1,253	1,294	492	697	36					
Ord Divs	6a			10,678	5,907	9,260	11,994	3,349		643	100		507,511
Royalties	7												
S-1 CGain	8	59			938		591						143,902
L-1 CG	9a	142		151,267	115,186	383,502	93,756	11	(6,391)				413,046
sec 1250 gain Note only	9c												
Sec 1231 gain	10												
Other Income	11a			(87)	(11)	(51)	(8)						
Portfolio	11b												
Sec 1256	11c												
Other	11E												
Tax exempt income	11F												
	18A/B												108,819
		201	0	183,111	123,314	393,203	107,030	3,396	(5,924)	643	100	0	1,173,278

Sec 179	12												
Other Deductions	13A-G												
Investment interest exp	13H												
Portfolio - other	13I												
Other Ded	13J/W												
Capital gain property	13E												
Other Ded-Prt	13K	420	574	30,838	24,156	37,494	38,183	13,456	35,849	36,140	14,101		41,840
Ded - royalty	13L												
Foreign taxes paid	16J/M												
Nondeductible exp	18C			2,077	2	2,867	594	2,384	150				
		420	574	32,915	24,158	40,361	38,777	15,840	35,999	36,140	14,101	0	41,840
		(219)	(574)	130,796	99,156	352,842	68,253	(12,444)	(41,923)	(35,497)	(14,001)	0	1,131,438
NET INC													

UBIT													
Income	1												
Ordinary Income	2												
Net rental real estate	3												
Other net rental	5												
Interest income	6												
Ordinary dividends	7												
Royalties	8												
Net short-term	9												
Net long-term	10												
Sec 1231 gain	11a/e												
Other income (loss)	11c												
Net sec 1256 gain(loss)	11f												
Other income(loss) - 743	20												
Deductions	12												
Sec 179 deduction	13A-G												
Other deductions	13H												
Investment interest exp	13J/W												
Other deductions	13K												
Deduction - 2%	16 J/M												
Total foreign taxes	16 L/M												
Other deductions	13W												
		0	0	0	0	0	0	0	0	0	0	0	0
Net UBI													

PARTNERSHIP	K-1 Line #	LLR Equity Partners II, L.P.	LLR Equity Partners III L.P.	LLR IV Equity L.P.	LLR Equity V L.P.	Lubert-Adler Real Estate Fund V, L.P.	Lubert-Adler Real Estate Fund VI, L.P.	Mahout Global Emerging Mkts Leaders Fund	Material Impact Fund I L.P.	Merit Energy Partners E-1, L.P.	Merit Energy Partners G.L.P.	Merit Energy Partners H.L.P.	
EIN		20-0111868	26-1077356	45-4674051	37-1841189	20-3865152	26-1424790	20-6762882	81-4382774	20-2443367	20-1535768	26-3219424	45-0826721
Ordinary income	1	(152)	(26,981)	89,287	(14,880)	(78,614)	15,785						
Net rental real estate	2					(379)	(7,442)						
Other net rental	3												
Guaranteed prmts	4												
Int. Inc	5												
Ord. Divs	6a		3,340	3,278		388	5,079	2	75	232	4,271	32,993	6,768
Royalties	7			7,279		23	605	177,571		240	70	1,417	233
S-I CGain	8		879					76,131		247	3,105	287,893	84,891
L-I CG	9a	95,257	243,904	229,456		(108,108)	1	398				(5)	(1)
sec 1250 gain Note only	9c							398,718					
Sec 1231 gain	10		(297)	29,013		6,194	20,325	15,726					
Other Income						6,125	44,152			278	(5,247)	(560,515)	(75,928)
Portfolio	11a												
Sec 1256	11b												
Other	11c												
	11E												
Other	11f												
Tax exempt income	18AB					54,671							
		95,105	220,845	358,313	(14,880)	(125,893)	78,100	652,422	75	997	3,351	(263,684)	13,919
					</								

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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Ment Energy Partners I LP	Ment Energy J LP	Meritech Capital Partners II, LP	New Ventures III LLC	North Bridge Growth Equity I, LP	North Bridge Growth Equity I AIV	North Bridge Growth Equity I AIV (CS)	North Bridge Growth Equity I AIV (LF)	North Bridge Growth Equity I AIV (BT)	North Bridge Venture Partners IV-B, LP	North Bridge Venture Partners V-B, LP
	47-2020421	81-4039366	81-4039366	77-0549035	81-3014821	45-0550432	26-1891388	27-3236344	26-3115433	98-1017268	26-2917122	04-3484722
	47-2020421	81-4039366	81-4039366	77-0549035	81-3014821	45-0550432	26-1891388	27-3236344	26-3115433	98-1017268	26-2917122	04-3484722

1 Ordinary income												
2 Net rental real estate												
3 Other net rental												
4 Guaranteed profits												
5 Int Inc		8 995	1 068	514		31	8	12		1 522	1 183	1 628
6a Ord Divs		224	86									
7 Royalties		232,384	55,295									
8 S-I C Gain		1		(13 417)								
9a L-I CG				(98,581)								
9c sec 1250 gain Note only						374,718	12 446	3 644	52,597		(15,287)	8,432
10 Sec 1231 gain		1 870	(24)									6 504
11a Other Income												
11b Portfolio		140										
11c Sec 1256												
11E Other												
11F Tax exempt income												
18AB INCOME		243,614	56 425	(111,484)	0	374,749	12 454	3 656	52 597	0	(80 655)	(14,104)
												58,727

12 Sec 179												
13A-G Other Deductions												
13H Investment interest exp					241							
13L Portfolio - other						80						
13Jw Other Ded												
13E Capital gain property												
13K Other Ded-Prt					8,344	21,319						
13I Ded - royalty		5,871	803	451							45 031	1,897
13L Foreign taxes paid												
16L/M Nonrefundable exp												
18C NET INC		180	71									
		6,051	874	451	8 585	21 399	0	0	0	0	45 121	1 897
		237 563	55,551	(111,935)	(8 585)	353,350	12 454	3 656	52 597	0	(125,776)	(15,736)
												73,394

1 Ordinary income												
2 Net rental real estate												
3 Other net rental												
5 Interest income												
6 Ordinary dividends												
7 Royalties												
8 Net short-term												
9 Net long-term												
10 Sec 1231 gain												
11a/e Other income (loss)												
11c Net sec 1255 gain(loss)												
11f Other income (loss) - 743												
20 INCOME		0	0	0	0	0	0	0	0	0	0	0
12 Deductions												
13 A-G Sec 179 deduction												
13h Other deductions												
13jw Investment interest exp												
13K Other deductions												
13K Deduction - 2%												
16 L/M Total foreign taxes												
13w Other deductions												
Net UBI		0	0	0	0	0	0	0	0	0	0	0

Sherman Fairchild Foundation, Inc
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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	North Bridge Venture Partners VI, L.P.	North Bridge Growth Equity - II LP	North Bridge Growth Equity II ER AIV	Patron III Scotland, L.P.	Polaris Venture Partners III, L.P.	Polaris Venture Partners IV, L.P.	Polaris Venture Partners V, L.P.	Polaris VI L.P.	PVP VI AIV Feeder Corp Holding	Polaris VII Feeder	Polaris VII AIV Feeder
20-2844658	80-0942191	80-0942191	47-1265429	47-1265429	04-3497143	04-3571023	20-4234825	27-2894826	46-3878633	38-3934413	81-1495480	81-3492586

1	Ordinary Income	198										
2	Net rental real estate											
3	Other net rental											
4	Guaranteed pmis											
5	Int Inc	469										
6a	Ord Divs											
7	Royalties					2,215	18,065	1,022	3,405		1,317	
8	S-T CGain	1,346							461			
9a	L-T CG	13,801				(48,077)	92,649	177,911	989		738	
9c	Sec 1250 gain Note only			14,820					145,505		18,035	
10	Sec 1231 gain											
11a	Other Income											
11b	Portfolio								(1,125)			
11c	Sec 1256											
11e	Other											
11f	Tax exempt income											
18A/B												
	INCOME	15,616	0	15,018	0	(45,862)	110,714	178,933	149,235	0	20,080	0

12	Sec 179											
13A-G	Other Deductions											
13H	Investment interest exp											
13L	Portfolio - other	77	141						52		1,215	
13J/W	Other Ded			573								
13E	Capital gain property											
13K	Other Ded-Pr	36,934	52,605			408	691	49,674	34,466	719	68,267	632
13I	Ded - royalty											(661)
16L/M	Foreign taxes paid											
18C	Nondeductible exp											
	DEDUCTIONS	37,011	52,746	28	0	408	691	49,674	34,520	719	69,482	632
	NET INC	(21,395)	(52,746)	14,417	0	(46,270)	110,023	129,259	114,715	(719)	(49,392)	(632)

1	Income											
2	Ordinary Income	0	0	0	0	0	0	0	0	0	0	0
3	Net rental real estate											
4	Other net rental											
5	Interest income											
6	Ordinary dividends											
7	Royalties											
8	Net short-term											
9	Net long-term											
10	Sec 1231 gain											
11a/e	Other income (loss)											
11c	Net sec 1256 gain(loss)											
11f	Other income(loss) - 743											
20												
12	Deductions											
13A-G	Sec 179 deduction											
13h	Other deductions											
13J/W	Investment interest exp											
13K	Other deductions											
13L	Deduction - 2%											
16L/M	Total foreign taxes											
13w	Other deductions											
	Net UBI	0	0	0	0	0	0	0	0	0	0	0

Community of 1 member

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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Sankaty MMOP's Fund II-A (Bain Mid Market Credit 2014)	Sequoia Growth III, L P	Sequoia Capital Growth Fund III AIV, L P	Sequoia India Growth Fund I, L P	Sequoia Capital India Growth Fund II LP	Sequoia India III, L P	Sequoia India IV	Sequoia India V	Sequoia Israel III, L P	Sequoia Capital Israel IV LP	Sequoia Capital Israel V L P	Sequoia Capital China I L P
EIN	20-2812490	98-1100132	20-2812490	20-8106748	20-5187503	98-0587232	26-0468910	98-1163925	98-1274495	20-2812278	98-0602313	98-1068507	20-3514012

(23,825)

1 Ordinary Income	1												
2 Net rental real estate	2												
3 Other net rental	3												
4 Guaranteed pmis	4												
5 Int Inc	5												
6a Ord Dvs	6a												
7 Royalties	7												
8 S-I CGain	8												
9a L-I CG	9a												
9c sec 1250 gain Note only	9c												
10 Sec 1231 gain	10												
Other Income													
11a Portfolio	11a												
11b	11b												
11c	11c												
11E	11E												
11F	11F												
18A/B Tax exempt income	18A/B												

923

0	63,703	229	4,046	59,605	2,647	(49,009)	1,372	7,710	(1,777)	130	171,844
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12 Other Deductions	12												
13A-G Other deductions	13A-G												
13H Investment interest exp	13H												
13L Portfolio - other	13L												
13J/w Other Ded	13J/w												
13E Capital gain property	13E												
13K Other Ded-Prt	13K												
13I Ded - royalty	13I												
16L/M Foreign taxes paid	16L/M												
18C Non deductible exp	18C												

NET INC

UBIT

Income													
1 Ordinary Income	1												
2 Net rental real estate	2												
3 Other net rental	3												
5 Interest income	5												
6 Ordinary dividends	6												
7 Royalties	7												
8 Net short-term	8												
9 Net long-term	9												
10 Sec 1231 gain	10												
11a/e Other income (loss)	11a/e												
11c Net sec 1256 gain(loss)	11c												
11f Other income(loss) - 743	11f												
20	20												

Income													
12 Deductions	12												
13 A-G Sec 179 deduction	13 A-G												
13h Other deductions	13h												
13J/w Investment interest exp	13J/w												
13K Other deductions	13K												
Deduction - 2%													
16 L/M Total foreign taxes	16 L/M												
13w Other deductions	13w												

Net UBI

0	8,031	0	0	0	0	0	0	0	0	0	0	0	0
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Sherman Fairchild Foundation, Inc
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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Sequoia Capital China II, L.P.	Sequoia China Venture IV	Sequoia China V	Sequoia China VI	Sequoia Capital Franchise Fund, L.P.	Sequoia Capital IX, L.P.	Sequoia Capital X, L.P.	Sequoia Capital, XI, L.P.	Sequoia Capital, XII, L.P.	Sequoia Capital US Venture XIV	Sequoia Capital US Venture XV	Sequoia Capital China Growth Fund I, L.P.
EIN		26-0204241	98-1068263	98-1194129	98-1295164	94-3324307	94-3335835	77-0535705	54-2094242	20-5005647	98-1069306	98-1220556	26-0205433
1 Ordinary income													
2 Net rental real estate													
3 Other net rental													
4 Guaranteed prmts													
5 Int Inc		310	287	1,542	1,409	7,069	5,272	323	1,696	6,351	227	506	1,459
6a Ord Divs		8	74	23									10,488
7 Royalties													
8 S-I CGain			(155)	(231)	(22)								
9a L-I CG		1,609	59,416	2,063	(24)	(10,944)	(8,964)	1,499	104,475	510,634	17,311	283	61,488
9c Sec 1250 gain Note only													
10 Sec 1231 gain													
Other Income													
Portfolio													
11a													
11b													
11c													
11E													
Other													
11f													
18A/B													
Tax exempt income													
		1,927	59,622	3,397	1,363	(3,867)	(3,692)	1,822	106,171	516,985	50,644	854	73,435

12	Sec 179												
13A-G	Other Deductions												
13H	Investment interest exp			3	16							42	
13L	Portfolio - other												
13J/W	Other Ded												
13E	Capital gain property												
13K	Other Ded-Prt												
13I	Ded - royalty												
16L/M	Foreign taxes paid												
18C	Nondeductible exp												
	NET INC	18,992	57,006	70,727	61,134	608	517	586	967	44,179	52,290	65,207	24,179
		219	221	178	9	5	7	11	7	8	6	5	1,566
		36	135		152								54
		19,247	57,362	70,908	61,311	624	524	597	974	44,187	52,296	65,254	25,789
		(17,320)	2,260	(67,511)	(59,948)	(4,491)	(4,216)	1,225	105,197	472,798	(1,652)	(64,400)	47,636

UBIT													
Income													
1 Ordinary Income		0	0	0	0	0	0	0	0	0	0	0	0
2 Net rental real estate													
3 Other net rental													
5 Interest income													
6 Ordinary dividends													
7 Royalties													
8 Net short-term													
9 Net long-term													
10 Sec 1231 gain													
11a/e Other income (loss)													
11c Net sec 1256 gain(loss)													
11f Other income(loss) - 743													
20													
Deductions													
12 Sec 179 deduction													
13 A-G	Other deductions												
13h Investment interest exp													
13J/W	Other deductions												
13K Deduction - 2%													
16 L/M	Total foreign taxes												
13w	Other deductions												
	Net UBI	0	0	0	0	0	0	0	0	0	0	0	0

Sherman Fairchild Foundation, Inc
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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Sequoia China Growth Fund III	Sequoia China Growth Fund IV	Sequoia Seed Fund II, L.P.	Sequoia Capital US Growth Fund IV LP	Sequoia US Growth Fund V LP	Sequoia US Growth Fund VI	Sequoia US Growth Fund VII	Sequoia China Venture 2010	Sequoia US Venture 2010	Sequoia US Seed Fund	Sequoia Global Growth Fund
1	98-1160392	98-1255170	94-3384896	98-0589567	98-1017204	98-1162655	98-1276627	98-0678095	98-0658604	98-1081719	98-1032287	
Ordinary Income	1			4,392	228							
Net rental real estate	2											
Other net rental	3											
Guaranteed pmis	4											
Int Inc	5											
Ord Divs	6a	249	1,021	973	1,265	500	1,119	2,761	548	184	556	
Royalties	7	1,743		76,883		6,055		813				
S-t CGain	8			(4,813)						(3)		
L-t CG	9a	98,356	(7,056)	258,324	196,055	(54,164)		17,458	390,382	29,223	29,289	
sec 1250 gain Note only	9c											
Sec 1231 gain	10											
Other Income	11a	25		(34)				(892)		(5,096)		
Portfolio	11b											
Sec 1256	11c											
Other	11f											
Tax exempt income	18A/B			18				(1)				
		100,373	(6,035)	4,365	335,743	197,548	(47,609)	1,119	20,122	390,930	29,404	29,845

12	Sec 179											
Other Deductions	13A-G											
Investment interest exp	13H											
Portfolio - other	13L	7										
Other Ded	13J/W			25								
Capital gain property	13E											
Other Ded-Pr	13K	108,248	117,105	82,913	101,457	101,628	102,962	33,336	41,839	62,708	3,376	1,215
Ded - royalty	13I			2,726	22			141		8,467	8	35
Foreign taxes paid	16/L/M	233	231	3	10	6	6	73	4	108	219	3
Nondeductible exp	18C											
		108,481	117,343	85,667	101,489	101,637	102,973	33,550	41,843	71,283	3,604	1,253
		(8,108)	(123,378)	4,357	250,076	(149,246)	(101,854)	(13,428)	349,087	49,916	25,800	28,592
NET INC												

UBIT												
Income	1											
Ordinary Income	2											
Net rental real estate	3											
Interest income	5											
Ordinary dividends	6											
Royalties	7											
Net short-term	8											
Net long-term	9											
Sec 1231 gain	10											
Other income (loss)	11a/e											
Net sec 1256 gain(loss)	11c											
Other income(loss) - 743	11f											
	20											
Deductions	12											
Sec 179 deduction	13 A-G											
Other deductions	13h											
Investment interest exp	13J/W											
Other deductions	13K											
Deduction - 2%	16 L/M											
Total foreign taxes	16 L/M											
Other deductions	13w											
		0	0	0	4,392	228	0	0	0	0	0	0
Net UBI												

Sherman Fairchild Foundation, Inc
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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Sequoia Global Growth Fund II	Sequoia US Scout Seed Fund 2013 L P	Sequoia US Scout Seed Fund III	Shasta IV	Shasta V	Shorenstein 7	Shorenstein 8	Shorenstein 9	Silchester Int'l Value Equity Trust	Silver Lake Partners II, L P	Silver Lake Partners III, L P	Silver Lake Partners III DE, L P
EIN		98-1276677	37-1719100	98-1396215	36-4786821	81-4910573	41-6527748	70-1024178	77-0677478	36-7045759	74-3104002	20-5885045	26-4399038
1 Ordinary income													
2 Net rental real estate													
3 Other net rental													
4 Guaranteed pmis													
5 Int Inc													
6a Ord Divs													
7 Royalties													
8 S-t CGain													
9a L-t CG													
9c sec 1250 gain Note only													
10 Sec 1231 gain													
11a Other Income													
11b Portfolio													
11c Sec 1256													
11E Other													
11F Tax exempt income													
18A/B													
982			102	22	49,975	416	287,436	168,182	21,319	2,145,181	(257,320)	(343,152)	(2,438)

12 Sec 179													
13A-G Other Deductions													
13H Investment interest exp													
13L Portfolio - other													
13J/W Other Ded													
13E Capital gain property													
13K Other Ded-Prt													
13I Ded - royalty													
16J/M Foreign taxes paid													
18C Nondeductible exp													

NET INC

UBIT

Income													
1 Ordinary income													
2 Net rental real estate													
3 Other net rental													
5 Interest income													
6 Ordinary dividends													
7 Royalties													
8 Net short-term													
9 Net long-term													
10 Sec 1231 gain													
11a/e Other income (loss)													
11c Net sec 1256 gain(loss)													
11f Other income(loss) - 743													
20													
Income													
12 Deductions													
13A-G Other deductions													
13h Investment interest exp													
13J/W Other deductions													
13K Deduction - 2%													
16 J/M Total foreign taxes													
13w Other deductions													

Net UBI

0	0	0	0	0	0	0	0	0	0	0	0	0	0
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Summary of Partnership Income

PARTNERSHIP EIN	K-1 Line #	Partnership Name									
		Silver Lake Partners III DE (AIV) L P	Silver Lake Partners III DE (AIV) L P	Silver Lake Partners III DE (AIV) L P	Silver Lake Partners III DE (AIV) L P	Silver Lake Partners III DE (AIV) L P	Silver Lake Partners III DE (AIV) L P	Silver Lake Partners III DE (AIV) L P	Silver Lake Partners III DE (AIV) L P	Silver Lake Partners III DE (AIV) L P	Silver Lake Partners III DE (AIV) L P
98-0591768	27-2273752	35-2414010	32-0356815	90-0827497	45-5203398	98-1141186	98-1165484	61-1750584	98-1209433	98-1257395	47-4485726
1	Ordinary income										
2	Net rental real estate										
3	Other net rental										
4	Guaranteed pmis										
5	Int Inc										
6a	Ord Divs										
7	Royalties										
8	S-1 CGain										
9a	L-1 CG										
9c	sec 1250 gain Note only										
10	Sec 1231 gain										
11a	Other Income										
11b	Portfolio										
11c	Sec 1256										
11e	Other										
11f	Tax exempt income										
18A/B											

135,484	295,274	0	220,258	429,683	33	467	0	1,127	0	0	4,340
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12	Sec 179										
13A-G	Other Deductions										
13H	Investment interest exp										
13L	Portfolio - other										
13J/W	Other Ded										
13E	Capital gain property										
13K	Other Ded-Pr										
13I	Ded - royalty										
16J/M	Foreign taxes paid										
18C	Non deductible exp										

219	8	133	155	126	25,326	147	0	18	0	0	8
135,265	295,266	(133)	220,103	429,557	(25,293)	320	0	1,109	0	0	4,332

NET INC

UBIT

1	Ordinary income										
2	Net rental real estate										
3	Other net rental										
5	Interest income										
6	Ordinary dividends										
7	Royalties										
8	Net short-term										
9	Net long-term										
10	Sec 1231 gain										
11a/e	Other income (loss)										
11c	Net sec 1256 gain(loss)										
11f	Other income(loss) - 743										
20											
12	Deductions										
13 A-G	Sec 179 deduction										
13h	Other deductions										
13J/W	Investment interest exp										
13K	Other deductions										
13w	Deduction - 2%										
16 L/M	Total foreign taxes										
13w	Other deductions										

0	0	0	0	0	0	0	0	0	0	0	0
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Net UBI

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Summary of Partnership Income

Summary of Partnership Income														
PARTNERSHIP	K-1 Line #	Silver Lake IV Basquiat Feeder I	Silver Lake IV RV FOI Feeder I	Silver Lake IV Cayman Aurora Feeder	Silver Lake IV Cayman Feeder	Silver Lake IV Cayman Hero Feeder	Silver Lake IV Shield Feeder	Silver Lake IV Cayman West Feeder I LP	Somerset SMID	Summit Partners Private Equity VII-B, L.P.	Summit Partners Venture Capital II-B, L.P.	Summit Ventures V, L.P.	Summit Ventures VI-B, L.P.	Summit Partners Europe PE
EIN	81-3377175	81-1952747	98-1288765	98-1303188	98-1288745	82-2361519	45-3801699	20-2598391	20-2598326	04-3406895	04-3540854	98-0565042		
1	Ordinary income													
2	Net rental real estate													
3	Other net rental													
4	Guaranteed prmts													
5	Int Inc	4,461	709					1,704	1,265	9,377	2,622		871	
6a	Ord Dvs								166,816					
7	Royalties													
8	S-1 CGain								22,067					1,448
9a	L-1 CG								128,377	656,394	209,878	9,816	683,191	773,963
9c	sec 1250 gain Note only													
10	Sec 1231 gain													
	Other income													
	Portfolio													
11a														
11b														
11c														
11E														
11f														
18A/B	Tax exempt income								57,654	29,965		105		
		4,461	709	0	0	0	0	1,704	376,179	695,736	212,500	9,921	684,062	775,411

12	Sec 179													
13A-G	Other Deductions													
13H	Investment interest exp													
13L	Portfolio - other													
13L/w	Other Ded									21,311	4,973			
13E	Capital gain property													
13K	Other Ded-Pr	27	10					1	64,548	3,286	15,163	122	2,837	43,464
13I	Ded - royalty								12,419					
16L/M	Foreign taxes paid													
18C	Nondeductible exp													
	DEDUCTIONS	27	10	0	0	0	0	1	77,282	24,597	20,136	122	2,837	43,464
	NET INC	4,434	699	0	0	0	0	1,703	298,917	671,139	192,364	9,799	681,225	731,947

	UBIT													
	Income													
1	Ordinary income													
2	Net rental real estate													
3	Other net rental													
5	Interest income													
6	Ordinary dividends													
7	Royalties													
8	Net short-term													
9	Net long-term													
10	Sec 1231 gain													
11a/e	Other income (loss)													
11c	Net sec 1256 gain(loss)													
11f	Other income(loss) - 743													
20														
	INCOME	0	0	0	0	0	0	0	0	0	0	0	0	0
12	Deductions													
13A-G	Sec 179 deduction													
13H	Other deductions													
13I/w	Investment interest exp													
13J/w	Other deductions													
13K	Deduction - 2%													
16 L/M	Total foreign taxes													
13w	Other deductions													
	DEDUCTIONS	0	0	0	0	0	0	0	0	0	0	0	0	0
	Net UBI	0	0	0	0	0	0	0	0	0	0	0	0	0

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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Sun Capital Partners II, LP	Sun Capital Partners III, LP	Sun Capital Partners IV, LP	Sun Capital Partners V, LP	Sun Capital Partners VI, LP	TA X, L P	Two Sigma US All Cap Core Equity	U S TREASURY 1-3 YEAR INDEX NO QP CTF	Versant Venture Capital I, L P (Paladium Vent I)	Versant Venture Capital II, L P	Versant Venture Capital III, L P	Versant Venture Capital IV, L P
IN		36-4367879	14-185458	20-2594605	98-0522944	98-1068525	20-4529891	27-3647204	03-511251	95-4767944	94-3410103	20-3659276	26-3080195
1 Ordinary Income													
2 Net rental real estate													
3 Other net rental													
4 Guaranteed prmts													
5 Int Inc			65	2 731	18 507	10 663	432		975 568	144	683	201	1 030
6a Ord Divs		109	10 837	29 046	4 844	15 005	134		2 328	34	61	172	91
7 Royalties									(52 036)				4
8 S-I CGain				(56 844)	(1 687)	4 833			(99 479)		279	(5 582)	906
9a L-I CG		202 217	150 844		65 876	200 644	62 635			2 336	(2 916)		43 304
9c sec 1250 gain Note only													
10 Sec 1231 gain													
11a Other Income				626			(34)						
11b Portfolio													
11c Sec 1256													
11E Other				37 707				1 122 950					
11F Tax exempt income				0									
18A/B INCOME		202 326	161 746	13 266	87 540	231 145	63 167	1 122 950	826 381	2 514	(1 893)	(5 209)	45 335

12	Sec 179												
Other Deductions													
13A-G													
13H Investment interest exp													
13L Portfolio - other													
13J/w Other Ded			21 003										
13E Capital gain property													
13K Other Ded-Prt		492	1 172	2 287	1 500	26 765	524		11 390	696	371	454	16 557
13I Ded - royalty													
16L/M Foreign taxes paid													
18C Nondeductible exp													
NET INC		492	1 172	23 290	1 500	26 765	524	0	11 390	696	371	454	16 564
		201 834	160 574	(10 024)	86 040	204 380	62 643	1 122 950	814 991	1 818	(2 264)	(5 663)	28 771

UBIT													
Income													
1 Ordinary Income		0	0	0	0	0	0	0	0	0	0	0	0
2 Net rental real estate													
3 Other net rental													
5 Interest income													
6 Ordinary dividends													
7 Royalties													
8 Net short-term													
9 Net long-term													
10 Sec 1231 gain													
11a/e Other income (loss)													
11c Net sec 1256 gain(loss)													
11f Other income(loss) - 743													
20 INCOME		0	0	0	0	0	0	0	0	0	0	0	0
Deductions													
12 Sec 179 deduction													
13 A-G Other deductions													
13h Investment interest exp													
13J/w Other deductions													
13K Deduction - 2%													
16 L/M Total foreign taxes													
13w Other deductions													
Net UBI		0	0	0	0	0	0	0	0	0	0	0	0

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Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Vestor Capital Partners III, L.P.	Warburg Pincus Equity Partners Trust L.P.	WCAS Capital Partners X, L.P.	WTC - CTF Diversified Inflation Hedges Portfolio
EIN		13-3916064	13-7156936	20-2810577	20-1786388
1 Ordinary Income					
2 Net rental real estate					
3 Other net rental					
4 Guaranteed pmnts					
5 Intt Inc					
6a Ord Divs	11	132	84		24,498
7 Royalties		282			73,709
8 S-I CGain					121,710
9a L-I CG	6	(70,272)	190,570		195,005
9c sec 1250 gain Note only					
10 Sec 1231 gain					
11a Other Income					
11b Portfolio					21,620
11c Sec 1256					
11e Other					(58,635)
11f Tax exempt income					
18A/B					
INCOME	17	(69,858)	190,654		377,907

12	Sec 179				
Other Deductions					
13A-G					
13H Investment interest exp					
13L Portfolio - other					
13Lw Other Ded				1,123	
13E Capital gain property					
13K Other Ded-Prt	7	1,080	1,468		15,523
13I Ded - royalty					
16/J/M Foreign taxes paid					6,293
16C Nondeductible exp					
NET INC	7	1,080	2,591		21,816
	10	(70,938)	188,063		356,091

UBIT					
Income					
1 Ordinary Income					
2 Net rental real estate					
3 Other net rental					
5 Interest income					
6 Ordinary dividends					
7 Royalties					
8 Net short-term					
9 Net long-term					
10 Sec 1231 gain					
11a/e Other income (loss)					
11c Net sec 1256 gain(loss)					
11f Other income(loss) - 743					
20					
INCOME					
DEDUCTIONS					
12 Deductions					
13 Sec 175 deduction					
13A-G Other deductions					
13h Investment interest exp					
13J/W Other deductions					
13K Deduction - 2%					
16 L/M Total foreign taxes					
13w Other deductions					
Net UBI	0	0	0	0	0